

Hearing Date: October 6, 2021 at 9:30 a.m. (AST)  
Objection Deadline: August 5, 2021 at 4:00 p.m. (AST)

UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF PUERTO RICO

In re:

**THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO,**

as representative of

**THE COMMONWEALTH OF PUERTO RICO, *et al.*,**

**PROMESA  
Title III**

**No. 17 BK 3283-LTS**

**(Jointly Administered)**

**Debtors.<sup>1</sup>**

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**SIXTH INTERIM FEE APPLICATION OF GENOVESE JOBLOVE & BATTISTA, P.A.,  
AS SPECIAL LITIGATION COUNSEL TO OFFICIAL COMMITTEE OF UNSECURED  
CREDITORS, FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES  
FOR THE PERIOD OF FEBRUARY 1, 2021 THROUGH MAY 31, 2021**

**SUMMARY COVER SHEET**

Name of applicant:	Genovese Joblove & Battista, P.A. (“ <u>GJB</u> ”)
Authorized to provide professional services to:	Special Litigation Counsel for the Official Committee of Unsecured Creditors (the “ <u>Committee</u> ”) <sup>2</sup>
Name of Client:	Official Committee of Unsecured Creditors of all Title III Debtors (other than COFINA and PBA)

<sup>1</sup> The Debtors in these Title III cases, along with each Debtor’s respective Title III case number listed as a bankruptcy case number due to software limitations and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17-BK-3283 (LTS)) (Last Four Digits of Federal Tax ID: 3481), (ii) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17-BK-3566 (LTS)) (Last Four Digits of Federal Tax ID: 9686), (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17-BK-3567 (LTS)) (Last Four Digits of Federal Tax ID: 3808), (iv) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17-BK-3284 (LTS)) (Last Four Digits of Federal Tax ID: 8474); (v) Puerto Rico Electric Power Authority (“PREPA”) (Bankruptcy Case No. 17-BK-4780) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority (“PBA”) (Bankruptcy Case No. 19-BK-5523 (LTS)) (Last Four Digits of Federal Tax ID: 3801). (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

<sup>2</sup> The Committee is the official committee of unsecured creditors for all Title III Debtors, other than PBA and COFINA.

Petition Date:	May 3, 2017
Date of retention:	May 31, 2019, effective as of April 16, 2019 [Docket No. 7181]
Period for which compensation and reimbursement are sought:	February 1, 2021 through and including May 31, 2021(the “Application Period”)
Amount of interim compensation sought as actual, reasonable, and necessary:	\$327,033.50 <sup>3</sup>
Amount of interim expense reimbursement sought as actual, reasonable, and necessary:	\$37,092.49
Are your fee or expense totals different from the sum of previously-served monthly statements for the Application Period?	No.
Total compensation approved by interim order to date:	\$657,907.05 (First Interim Fee Order ECF No. 9046) \$1,339,434.84 (Second Interim Fee Order ECF No. 13296) \$1,171,906.40 (Third Interim Fee Order ECF No. 13824) \$887,215.20 (Fourth Interim Fee Order ECF No. 15971) \$499,302.23 (Fifth Interim Fee Application pending hearing) <sup>4</sup>
Total expenses approved by interim order to date:	\$3,848.56 (First Interim Fee Order ECF No. 9046) \$43,602.27(Second Interim Fee Order ECF No. 13296) \$33,296.95 (Third Interim Fee Order ECF 13824) \$54,671.58 (Fourth Interim Fee Order ECF No. 15971) \$31,381.55 (Fifth Interim Fee Application pending Hearing)
Total allowed compensation paid to date:	\$3,988,449.46 (this amount does not account for the pending Fifth Interim Fee Application)
Total allowed expenses paid to date:	\$159,813.34 (this amount does not account for the pending Fifth Interim Fee Application)

<sup>3</sup> The full amount of fees incurred by GJB during the Application Period total \$327,033.50. GJB agreed taking a voluntary fee reduction equal to 20% in the amount of \$65,406.70 and, thereby, seeks allowance and payment of fees in the amount of \$261,626.80. By the time of the hearing on this Application, a portion of this amount should have been paid by the Debtors pursuant to the Interim Compensation Order, and GJB reserves its rights to seek relief from the Court to the extent any outstanding fees and expenses that are due and payable are not paid on the terms set forth in the Interim Compensation Order.

<sup>4</sup> A hearing on GJB’s Fifth Interim Fee Application is scheduled for hearing on August 4, 2021 [ECF No. 16068].

Blended rate in this Application for all attorneys:	\$504.91/hour <sup>5</sup>
Blended rate in this Application for all timekeepers:	\$423.45/hour
Total compensation sought in this Application already paid pursuant to a monthly compensation order but not yet allowed:	\$0.00
Total expenses sought in this Application already paid pursuant to a monthly compensation order but not yet allowed.	\$0.00
Total time expended for fee application preparation during the Application Period:	50.50
Total compensation requested for fee application preparation during the Application Period:	\$11,089.00
Number of professionals included in this Application:	12
If applicable, number of professionals in this Application not included in a staffing plan approved by the client:	N/A
If applicable, difference between fees budgeted and compensation sought for the Application Period:	(\$244,179.13): less than the budgeted fees
Number of professionals billing fewer than 15 hours to the case during the Application Period:	5
Are any timekeeper's hourly rates higher than those approved or disclosed at retention? If yes, calculate and disclose the total compensation sought in this Application using the rates originally disclosed in the retention application:	None.

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<sup>5</sup> The calculation of the blended hourly rates reflected in this Application Period does not take into account GJB's agreement to reduce its fees by an amount equal to 20% of its hourly rates.

**SUMMARY OF PRIOR MONTHLY FEE STATEMENTS FOR THE COMPENSATION PERIOD FROM APRIL 19, 2019 THROUGH MAY 31, 2021**

Date	Period Covered	Total Fees	20% Discount	Fees Requested (90%)	Holdback (10%)	Expenses Requested	Fees Paid	Expenses Paid
July 9, 2019	April 19, 2019 - April 30, 2019	\$386,294.25	\$309,035.40	\$278,131.86	\$30,903.54	\$2,539.46	\$278,131.86	\$2,539.46
July 15, 2019	May 1, 2019- May 31, 2019	\$305,448.00	\$244,358.40	\$219,922.56	\$24,435.84	\$7,833.59	\$219,922.56	\$7,833.59
August 27, 2019	June 1, 2019- June 30, 2019	\$382,072.25	\$305,657.78	\$275,092.02	\$30,565.73	\$1,389.18	\$213,003.75	\$1,389.18
September 27, 2019	July 1, 2019- July 31, 2019	\$407,887.50	\$326,310.00	\$293,679.00	\$32,631.00	\$24,948.34	\$251,157.08	\$24,948.34
November 5, 2019	August 1, 2019- August 30,2019	\$385,731.00	\$308,584.80	\$277,726.32	\$30,858.48	\$15,291.51	\$198,757.11	\$15,218.16
November 14, 2019	September 1,2019 September 30,2019	\$553,257.25	\$442,605.80	\$398,345.22	\$44,260.58	\$1,973.24	\$207,078.94	\$1,942.64
January 10, 2020	October 1, 2019- October 31, 2019	\$606,059.25	\$484,847.40	\$436,362.66	\$48,484.74	\$7,695.88	\$236,682.26	\$4,153.17
March 2, 2020	November 1, 2019- November 30,2019	\$418,140.50	\$334,512.40	\$301,061.16	\$33,451.24	\$7,321.13	\$215,445.16	\$7,233.83
March 2, 2020	December 1, 2019- December 31, 2019	\$263,706.75	\$210,965.54	\$189,868.86	\$21,096.68	\$9,617.26	\$138,657.53	\$8,191.43
March 12, 2020	January 1, 2020- January 31, 2020	\$206,881.25	\$165,505.00	\$148,954.50	\$16,550.50	\$8,662.68	\$83,963.47	\$8,662.68
June 18, 2020	February 1, 2020- February 29, 2020	\$238,539.50	\$190,831.16	\$171,748.44	\$19,082.72	\$7,346.58	\$168,535.89	\$7,346.58

Date	Period Covered	Total Fees	20% Discount	Fees Requested (90%)	Holdback (10%)	Expenses Requested	Fees Paid	Expenses Paid
August 6, 2021	March 1, 2020-March 31, 2020	\$250,466.00	\$200,372.80	\$180,335.52	\$20,037.28	\$5,314.26	\$177,686.89	\$5,257.86
August 6, 2020	April 1, 2020-April 30, 2020	\$249,058.50	\$199,246.80	\$179,322.12	\$19,924.68	\$7,029.08	\$176,632.29	\$7,029.08
August 6, 2020	May 1, 2020-May 31, 2020	\$92,866.50	\$74,293.20	\$66,863.88	\$7,729.32	\$7,029.08	\$65,860.92	\$7,029.08
August 19, 2020	June 1, 2020-June 30, 2020	\$69,628.50	\$55,702.80	\$50,132.52	\$5,570.28	\$15,489.56	\$49,380.53	\$15,489.56
September 17, 2020	July 1, 2020-July 31, 2020	\$107,955.50	\$86,364.40	\$77,727.96	\$8,636.44	\$7,384.90	\$76,562.04	\$7,384.90
November 12, 2020	August 1, 2020-August 31, 2020	\$116,027.50	\$92,822.00	\$85,539.80	\$9,282.20	\$7,093.72	\$83,539.80	\$7,093.72
December 17, 2020	September 1, 2020-September 30, 2020	\$188,671.00	\$150,936.80	\$135,843.12	\$15,093.68	\$8,354.64	\$133,805.47	\$8,354.62
February 2, 2021	October 1, 2020-October 31, 2020	\$140,400.50	\$112,320.40	\$101,088.36	\$11,232.04	\$7,331.55	\$99,572.03	\$7,331.55
January 29, 2021	November 1, 2020-November 30, 2020	\$71,106.50	\$56,885.20	\$51,196.68	\$5,688.52	\$7,317.84	\$50,428.73	\$7,317.84
February 12, 2021	December 1, 2020-December 31, 2020	\$64,868.73	\$51,894.84	\$46,705.48	\$5,189.48	\$8,377.54	\$466,004.90	\$8,377.54
March 1, 2021	January 1, 2021-January 31, 2021	\$34,255.50	\$27,404.40	\$24,663.96	\$2,740.44	N/A	\$24,294.00	N/A
April 29, 2021	February 1, 2021-February 28, 2021	\$43,868.50	\$35,094.80	\$31,585.32	\$3,509.48	\$14,197.68	\$31,111.54	\$14,197.68

Date	Period Covered	Total Fees	20% Discount	Fees Requested (90%)	Holdback (10%)	Expenses Requested	Fees Paid	Expenses Paid
May 10, 2021	March 1, 2021- March 31, 2021	\$99,758.00	\$79,806.40	\$71,825.76	\$7,980.64	\$8,463.64	\$70,748.37	\$8,463.64
July 2, 2021	April 1, 2021 – April 30, 2021	\$69,403.00	\$55,522.40	\$49,970.16	\$5,552.24	\$7,098.84	N/A	N/A
July 2, 2021	May 1, 2021 – May 31, 2021	\$114,004.00	\$91,203.20	\$82,082.88	\$9,120.32	\$7,332.33	N/A	N/A

### **Summary of Amounts Requested to be Paid**

Total Unpaid Fees: **\$196,448.29**

Total Unpaid Expenses: **\$14,431.17**

Total 10% Holdback on Fees: **\$26,162.68**

Reimbursement for 29% Tax Withholding: **N/A**

Reimbursement for 1.5% Government Contribution: **\$1,551.17**

Less expenses voluntarily reduced herein: **N/A**

**Total Amount Requested to be Paid in Fees and Expenses for this period: \$210,879.76**

## PRIOR INTERIM FEE APPLICATIONS

### *First Interim Fee Application*

Date Filed	DE#	Period Covered	Total Fees	20% Discount	Fees Requested (90%)	Holdback (10%)	Expenses Requested
7/15/19	7994	April 19, 2019- May 31, 2019	\$691,742.25	\$553,393.80	\$498,054.42	\$55,339.38	\$10,373.05

### *Second Interim Fee Application*

Date Filed	DE#	Period Covered	Total Fees	20% Discount	Fees Requested (90%)	Holdback (10%)	Expenses Requested
11/15/19	9213	June 1, 2019- September 30, 2019	\$1,728,948.00	\$1,383,158.40	\$1,244,842.56	\$138,315.84	\$43,602.27

### *Third Interim Fee Application*

Date Filed	DE#	Period Covered	Total Fees	20% Discount	Fees Requested (90%)	Holdback (10%)	Expenses Requested
3/15/20	12409	October 1, 2019- January 31, 2020	\$1,494,787.75	\$1,195,830.20	\$1,076,247.18	\$119,583.02	\$33,296.95

### *Fourth Interim Fee Application*

Date Filed	DE#	Period Covered	Total Fees	20% Discount	Fees Requested (90%)	Holdback (10%)	Expenses Requested
11/16/20	15142	February 1, 2020- August 31, 2020	\$1,124,542.00	\$899,633.60	\$809,670.24	\$89,963.36	\$56,687.18

### *Fifth Interim Fee Application*

Date Filed	DE#	Period Covered	Total Fees	20% Discount	Fees Requested (90%)	Holdback (10%)	Expenses Requested
03/15/21	16068	September 1 2020 - January 31, 2020	\$499,302.23	\$399,441.78	\$359,497.62	\$39,944.16	\$31,381.55

**SUPPORTING CERTIFICATION, EXHIBITS, AND SCHEDULES**

In accordance with the U.S. Trustee Guidelines, at the end of this Application are the following Exhibits and Schedules:

EXHIBIT A	CERTIFICATION OF JOHN ARRASTIA IN SUPPORT OF APPLICATION
EXHIBIT B	CUSTOMARY AND COMPARABLE COMPENSATION DISCLOSURES
EXHIBIT C	SUMMARY OF TIMEKEEPERS INCLUDED IN THIS APPLICATION
EXHIBIT D	BUDGETS AND STAFFING PLANS FOR APPLICATION PERIOD
EXHIBIT E	SUMMARY OF COMPENSATION REQUESTED BY PROJECT CATEGORY
EXHIBIT E-1	SUMMARY OF COMPENSATION REQUESTED BY PROJECT CATEGORY AS COMPARED TO BUDGET
EXHIBIT E-2	SUMMARY OF EXPENSE REIMBURSEMENT REQUESTED BY CATEGORY
EXHIBIT F	BREAKDOWN OF COMPENSATION AND EXPENSE REIMBURSEMENT REQUESTED AND BY WHETHER SERVICES WERE RENDERED IN PUERTO RICO OR OUTSIDE PUERTO RICO
SCHEDULE 1	LIST OF PROFESSIONALS BY MATTER
SCHEDULE 2	MONTHLY STATEMENTS COVERED IN APPLICATION
SCHEDULE 3	PROPOSED ORDER

Hearing Date: October 6, 2021 at 9:30 a.m. (AST)  
Objection Deadline: August 5, 2021 at 4:00 p.m. (AST)

UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF PUERTO RICO

In re:

**THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO,**

as representative of

**THE COMMONWEALTH OF PUERTO RICO, *et al.*,**

**PROMESA  
Title III**

**No. 17 BK 3283-LTS**

**(Jointly Administered)**

**Debtors.<sup>6</sup>**

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**SIXTH INTERIM APPLICATION OF GENOVESE JOBLOVE & BATTISTA, P.A.,  
SPECIAL LITIGATION COUNSEL TO OFFICIAL COMMITTEE OF UNSECURED  
CREDITORS, FOR ALLOWANCE OF COMPENSATION AND  
REIMBURSEMENT OF EXPENSES FOR PERIOD FROM  
FEBRUARY 1, 2021 THROUGH MAY 31, 2021**

To The Honorable United States District Judge Laura Taylor Swain:

Genovese Joblove & Battista, P.A. (“GJB”), special litigation counsel to the Official Committee of Unsecured Creditors (the “Committee”), in the above-captioned Title III cases (the “Title III Cases”)<sup>7</sup> hereby submits its Sixth interim fee application (the “Application”) for allowance of compensation for professional services rendered, and reimbursement for actual and

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<sup>6</sup> The Debtors in these Title III cases, along with each Debtor’s respective Title III case number listed as a bankruptcy case number due to software limitations and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17-BK-3283 (LTS)) (Last Four Digits of Federal Tax ID: 3481), (ii) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17-BK-3566 (LTS)) (Last Four Digits of Federal Tax ID: 9686), (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17-BK-3567 (LTS)) (Last Four Digits of Federal Tax ID: 3808), (iv) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17-BK-3284 (LTS)) (Last Four Digits of Federal Tax ID: 8474); (v) Puerto Rico Electric Power Authority (“PREPA”) (Bankruptcy Case No. 17-BK-4780) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority (“PBA”) (Bankruptcy Case No. 19-BK-5523 (LTS)) (Last Four Digits of Federal Tax ID: 3801). (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

<sup>7</sup> The Committee is the official committee of unsecured creditors for all Title III Debtors, other than PBA and COFINA.

necessary expenses incurred in connection with such services, for the period from February 1, 2021 through May 31, 2021 (the “Application Period”). GJB submits this Application pursuant to sections 316 and 317 of the Puerto Rico Oversight, Management and Economic Stability Act of 2016 (“PROMESA”),<sup>8</sup> section 503(b) of Title 11, United States Code (the “Bankruptcy Code”) as made applicable to these cases by section 301(a) of PROMESA, Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), Rule 2016-1 of the Local Bankruptcy Rules for the United States Bankruptcy Court for the District of Puerto Rico (the “Local Rules”), *Appendix B of the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases* issued by the Executive Office for the United States Trustee, 28 CFR Part 58, Appendix B (the “Guidelines”), and in accordance with this Court’s the *First Amended Order Setting Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* (“Interim Compensation Order”) [Docket No. 1715]; the *Second Amended Order Setting Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* (“Second Interim Compensation Order”) [Docket No. 3269]; the Fee Examiner’s November 10, 2017 Memorandum (the “Fee Examiner Memorandum”); the Court’s *Order on Fee Examiner’s Motion to Impose Presumptive Standards and Timeliness requirements for Professional Fee Applications* (the “Presumptive Order”) [Docket No. 3932]; and the Court’s *Order Imposing Additional Presumptive Standards: Rate Increases and the Retention of Expert Witnesses or Other Sub-retained Professionals* (the “Revised Presumptive Order”) [Docket No. 7678]. In support of the Application, GJB submits the Certification of John Arrastia (the “Arrastia Certification”), attached as **Exhibit A**, and respectfully represents as follows:

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<sup>8</sup> References to PROMESA are references to 48 U.S.C. §§ 2101 *et. seq.*

## **JURISDICTION AND VENUE**

1. The Court has subject matter jurisdiction to consider and determine this Sixth Interim Application pursuant to PROMESA section 306(a). Venue is proper before this Court pursuant to PROMESA section 307(a). The statutory predicates for the relief requested herein are PROMESA sections 316 and 317, Bankruptcy Rule 2016 and Local Rule 2016-1.

2. This Application has been prepared in accordance with the Guidelines and the Interim Compensation Order. Attached as **Exhibit A** is a certification regarding compliance with the Local Guidelines.

3. This Application is consistent with the Interim Compensation Order (as defined below), Local Rule 2016-1, and *Appendix B of the United States Trustee's Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases* (the “U.S. Trustee Guidelines”). To the extent necessary, GJB requests a waiver for cause shown of any requirements not met by this Application.<sup>9</sup>

## **BACKGROUND**

### **A. Case Background**

4. On May 3, 2017, the Oversight Board commenced a Title III case for the Commonwealth of Puerto Rico by filing a voluntary petition for relief pursuant to section 304(a) of PROMESA (the “Commonwealth Title III Case”). Thereafter, the Oversight Board commenced a Title III case for each of COFINA, the Employees Retirement System of the Government of the Commonwealth of Puerto Rico (the “ERS Title III Case”), the Puerto Rico Highways and Transportation Authority (the “HTA Title III Case”), and the Puerto Rico Electric Power Authority

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<sup>9</sup> The Committee and GJB reserve all rights as to the relevance and substantive legal effect of the U.S. Trustee Guidelines with respect to any application for compensation in these cases.

(the “PREPA Title III Case”) (and together with the Commonwealth Title III Case, the “Title III Cases”).<sup>10</sup> By orders dated June 29, 2017 [Docket No. 537] and October 6, 2017 [Docket No. 1417], the Court approved the joint administration of the Title III Cases.

5. On June 15, 2017, the Office of the United States Trustee for the District of Puerto Rico (the “U.S. Trustee”) filed a *Notice Appointing Creditors Committee for Unsecured Creditors* [Docket No. 338]. Thereafter, the U.S. Trustee modified the composition of the Committee membership [Docket Nos. 1171, 3058, and 3947], such that, currently, the members of the Committee are the American Federation of Teachers, Baxter Sales and Distribution Puerto Rico Corp., Doral Financial Corporation, Genesis Security Services, Inc., Service Employees International Union, Tradewinds Energy Barceloneta, LLC, and Unitech Engineering Group, S.E. (the “Committee Members”) [Docket No. 3947].

6. On August 25, 2017, the U.S. Trustee filed an *Amended Notice of Appointment of Official Committee of Unsecured Creditors* [Docket No. 1171], which expanded the role of the Committee to be the official committee for the HTA Title III Case, the ERS Title III Case, and the PREPA Title III Case.

**B. Retention of Genovese Joblove & Battista, P.A.**

7. On April 16, 2019, the Committee selected GJB as proposed special litigation counsel to the Committee in connection with the evaluation and analysis of potential causes of action and representation as co-plaintiff in the filing and prosecution of certain claims and causes of action to be asserted against certain parties involved in the offering of (a) the Commonwealth’s General Obligation bonds (“GO Bonds”), (b) bonds issued by the Public Buildings Authority (“PBA”), and (c) bonds issued by ERS (“ERS”), including bond counsel, disclosure counsel,

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<sup>10</sup> Unless otherwise indicated, references to docket numbers shall be to the docket of the Commonwealth Title III Case.

underwriters, underwriters' counsel, swap counterparties, or auditors (collectively, the "Financial Party Targets").

8. Upon its retention on April 16, 2019, and prior to entry of the *Stipulation and Agreed Order By and Among Financial Oversight and Management Board, Its Special Claims Committee, and Official Committee of Unsecured Creditors to Joint Prosecution of Debtor Causes of Action* [Doc No. 6524] (the "Joint Prosecution Stipulation"), GJB immediately started assisting the Committee with respect to the Committee's motion to pursue certain causes of action on behalf of the Commonwealth, filed with the court on April 17, 2019 [Docket No. 6325] (the "926 Motion"), including the reply in further support of the 926 Motion, filed with the court on April 22, 2019 [Docket No. 6458]. Additionally, GJB evaluated and analyzed certain potential causes of actions against the Financial Party Targets in order to file the Co-Plaintiff Adversary Proceedings against such Financial Party Targets on or before the Commonwealth's statute of limitation deadline or after expiration or termination of the Tolling Agreements with respect to such Financial Party Targets. These tasks required a great deal of work in a very short period of time due to the impending statute of limitations deadline of May 2, 2019.

9. The retention of a special litigation counsel was necessary and appropriate because the Committee's primary counsel, Paul Hastings, LLP ("Paul Hastings") represents certain of the Financial Party Targets (or their affiliates) in matters unrelated to the Title III Cases.

10. On April 26, 2019, the Court approved the Joint Prosecution Stipulation. In connection with the prosecution of such claims or causes of action, the Oversight Board agreed to the appointment of the members of the Special Claims Committee of the Oversight Board ("Special Claims Committee"), on the one hand, and the Committee, on the other hand, as co-trustees and co-plaintiffs with respect to the Co-Plaintiff Adversary Proceedings.

11. As set forth in the Engagement Agreement dated April 30, 2019, GJB was retained by and authorized to represent the Committee as special litigation counsel and conflicts counsel in connection with, among other matters, the evaluation and analysis of potential causes of action and representation as co-plaintiff in the filing and prosecution of certain claims and causes of action to be asserted against certain parties involved in the involved in the offering of (a) the Commonwealth's General Obligation bonds, (b) bond issued by the Public Buildings Authority, and (c) bonds issued by ERS, including underwriters, underwriters' counsel, swap counterparties, disclosure counsel, and auditors (collectively, the "Financial Party Targets"). .

12. On April 30, 2019, the Committee filed the *Application for Order Pursuant to Bankruptcy Code Section 1103(a) and Local Bankruptcy Rule 2014-1(e) Authorizing Employment and Retention of Genovese Joblove & Battista, P.A. as Special Litigation Counsel to Official Committee of Unsecured Creditors, Effective as of April 16, 2019* [Docket No. 6661] (the "GJB Employment Application").

13. On May 31, 2019, the Court entered the *Order Authorizing Employment and Retention of Genovese, Joblove & Battista, P.A. as Special Litigation Counsel to Official Committee of Unsecured Creditors, Pursuant to Bankruptcy Code Section 1103(A) and Local Rule 2014-1(e), Effective as of April 16, 2019* [Docket No. 7181] (the "Retention Order").

14. GJB's retention extends to the representation of the Committee as the official committee for the HTA Title III Case, the ERS Title III Case, and the PREPA Title III Case. In particular, the Retention Order provided that "[t]he retention of GJB, as counsel to the Committee, shall be deemed to apply to the representation of the Committee if ever enlarged to include unsecured creditors of other debtors, without the need to obtain a modification of this Order."

15. The Retention Order authorized GJB to be compensated on an hourly basis and reimbursed for actual and necessary out-of-pocket expenses pursuant to sections 316 and 317 of

PROMESA, the Bankruptcy Rules, the Local Rules, and such orders as the Court may direct. The Retention Order further provides that “[p]ursuant to Bankruptcy Code section 503(b)(1), made applicable by PROMESA section 301(a), the fees and expenses of GJB shall be an administrative expense.” In addition, as provided in the Retention Order, the Committee has consented to the Debtors’ payment of GJB’s allowed fees and expenses.

**C. Interim Compensation and Fee Examiner Orders**

16. On August 23, 2017, the Court entered the *Order Setting Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [Docket No. 1150].

17. On October 6, 2017, the Court appointed a Fee Examiner in these Title III Cases (the “Fee Examiner”) pursuant to the *Order Pursuant to PROMESA Sections 316 and 317 and Bankruptcy Code Section 105(a) Appointing a Fee Examiner and Related Relief* [Docket No. 1416] (the “Fee Examiner Order”). The Court appointed Brady Williamson as the Fee Examiner in the Title III Cases.

18. On October 31, 2017, the Fee Examiner filed the *Urgent Motion of the Fee Examiner to Amend the Interim Compensation Order, Including the Due Date and Hearing Date for Interim Compensation* [Docket No. 1594].

19. On November 8, 2017, the Court entered the *First Amended Order Setting Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [Docket No. 1715].

20. On November 10, 2017, the Fee Examiner issued a memorandum, and on January 3, 2018, the Fee Examiner issued a supplemental memorandum (together, the “Fee Examiner Guidelines”) to all retained professionals in these Title III Cases providing additional guidelines in connection with the Interim Compensation Order.

21. On May 8, 2018, the Fee Examiner filed the *Motion of the Fee Examiner to Amend the Fee Examiner Order with Respect to the Scope of the Fee Examiner's Authority in the Interest of Administrative Efficiency* [Docket No. 3032] (the “Motion to Amend the Fee Examiner Order”).

22. On May 23, 2018, the Oversight Board and the Puerto Rico Fiscal Agency and Financial Authority (“AAFAF”) filed a *Joint Motion for Entry of an Order Further Amending the Interim Compensation Order* [Docket No. 3133].

23. On June 6, 2018, the Court entered the Interim Compensation Order [Doc. No. 3269], and in accordance therewith, GJB and other professionals retained in these Title III Cases were authorized to serve upon the parties identified therein (the “Notice Parties”) monthly fee statements (the “Monthly Fee Statements”).

24. Pursuant to the Interim Compensation Order, the Notice Parties have ten (10) days from the date of service of the Monthly Fee Statement to object to the amounts requested. If no objection is filed prior to expiration of the objection period, the Commonwealth is authorized to pay the respective professionals 90% of the fees and 100% of the expenses sought in each Monthly Fee Statement.

25. On June 20, 2018, the Court entered the *First Amended Order Pursuant to PROMESA Sections 316 and 317 and Bankruptcy Code Section 105(A) Appointing a Fee Examiner and Related Relief* [Docket No. 3324] (the “Amended Fee Examiner Order”).

26. On June 26, 2019, the Court entered the *Order Imposing Additional Standards: Rate Increases and the Retention of Expert Witnesses or Other Sub-Retained Professionals* [Docket No. 7678].

**D. Applications for Interim Compensation**

27. In addition to the Monthly Fee Statements, the Interim Compensation Order directed professionals to seek interim allowance and payment of compensation (including the 10%

held back from Monthly Fee Statements) and expense reimbursement at 120-day intervals (each an “Interim Fee Period”) by filing with the Court and serving on the Notice Parties an application for approval and allowance of all compensation and reimbursement of expenses relating to services rendered and expenses incurred during the preceding Interim Fee Period (*see* Interim Compensation Order at ¶2(f)).

28. On July 15, 2019, GJB filed its First Interim Fee Application for the period from April 16, 2019 through May 31, 2019 [ECF No. 7994] (the “First Interim Fee Application”). The hearing on the First Interim Fee Application was held on October 30, 2019 at 9:30 a.m.

29. On October 29, 2019, the Court entered the *Omnibus Order Awarding Interim Allowance of Compensation for Professional Services Rendered and Reimbursement of Expenses for the Sixth Compensation Period from February 1, 2019 through May 31, 2019* [ECF No. 9046] (the “First Interim Fee Order”). Pursuant to the First Interim Fee Order, GJB was awarded \$657,907.05 in fees and reimbursement of expenses in the amount of \$3,848.56.

30. On November 15, 2019, GJB filed its Second Interim Fee Application for the period from June 1, 2019 through September 30, 2019 [ECF No. 9213] (the “Second Interim Fee Application”). The hearing on the Second Interim Fee Application was held on March 4, 2020 at 9:30 a.m. and was continued to April 22, 2020 at 9:30 a.m.

31. On June 1, 2020, the Court entered the *Second Supplemental Omnibus Order Awarding Interim Allowance of Compensation for Professional Services Rendered and Reimbursement of Expenses for the Seventh Interim (June 1- September 30, 2019) and Prior Compensation Periods* [ECF No. 13296] (the “Second Interim Fee Order”). Pursuant to the Second Interim Fee Order, GJB was awarded \$1,339,434.84 in fees and reimbursement of expenses in the amount of \$43,602.27.

32. On March 16, 2020, GJB filed its Third Interim Fee Application for the period from October 1, 2019 through January 31, 2020 [ECF No. 12409] (the “Third Interim Fee Application”). The hearing on the Third Interim Fee Application was held on July 29, 2020 at 9:30 a.m. [ECF No. 12410].

33. On July 24, 2020, the Court entered the *Omnibus Order Awarding (I). Interim Allowance of Compensation for Professional Services Rendered and Reimbursement of Expenses for the Eighth Interim (October 1, 2019-January 31, 2020) and Prior Compensation Periods; (II) Final Allowance of Compensation for Professional Services Rendered and Reimbursement of Expenses for the Final Fee Period* [ECF No. 13824] (the “Third Interim Fee Order”). Pursuant to the Third Interim Fee Order, GJB was awarded \$1,171,906.40 in fees and reimbursement of expenses in the amount of \$33,296.95.

34. On November 16, 2020, GJB filed its Fourth Interim Fee Application for the period from February 1, 2020 through August 31, 2020 [ECF No. 15142] (the “Fourth Interim Fee Application”).

35. On March 8, 2021, the Court entered the *Omnibus Order Awarding (I). Interim Allowance of Compensation for Professional Services Rendered and Reimbursement of Expenses for the Eighth Interim (June 1, 2020-September 30, 2020) and Prior Compensation Periods; (II) Final Allowance of Compensation for Professional Services Rendered and Reimbursement of Expenses for the Final Fee Period* [ECF No. 15971] (the “Fourth Interim Fee Order”). Pursuant to the Fourth Interim Fee Order, GJB was awarded \$887,215.80 in fees and reimbursement of expenses in the amount of \$54,671.58.

36. On April 15, 2021, GJB filed its Fifth Interim Fee Application for the period from September 1, 2020 through January 31, 2021 [ECF No. 16068] (the “Fifth Interim Fee Application”). The Fifth Interim Fee Application is scheduled for hearing on August 4, 2021.

**COMPENSATION AND REIMBURSEMENT REQUEST**

37. By this Application, GJB seeks an order authorizing (a) allowance of interim compensation for professional services rendered to the Committee during the Application Period in the aggregate amount of \$327,033.50 and (b) allowance of reimbursement of actual and necessary expenses incurred by GJB in the aggregate amount of \$37,092.49. These amounts were for legal services provided to the Committee in connection with the Commonwealth Title III case.

38. During the Application Period, GJB attorneys and paraprofessionals expended a total of 772.30 hours for which compensation is requested. All services rendered and expenses incurred for which compensation or reimbursement is requested were performed or incurred for or on behalf of the Committee.

39. The Committee has approved the amounts requested by GJB for services performed and expenses incurred in each of the monthly statements submitted to the Notice Parties as outlined in the Interim Compensation Order.

40. During the Application Period, GJB submitted four (4) Monthly Fee Statements. The first Monthly Fee Statement for the period from February 1, 2021 through February 28, 2021 was submitted and served on the Notice Parties on April 29, 2021 (the “First Monthly Fee Statement”) a copy of which is attached as Schedule 2. The objection deadline for the First Monthly Fee Statement was May 10, 2021.

41. A second Monthly Fee Statement for the period from March 1, 2021 through March 31, 2021 was submitted and served on the Notice Parties on May 10, 2021 (the “Second Monthly Fee Statement”) a copy of which is attached as Schedule 2. The objection deadline for the Second Monthly Fee Statement was May 20, 2021.

42. A third Monthly Fee Statement for the period from April 1, 2021 through April 30, 2021 was submitted and served on the Notice Parties on July 2, 2021 (the “Third Monthly Fee

Statement") a copy of which is attached as Schedule 2. The objection deadline for the Third Monthly Fee Statement was July 12, 2021.

43. A fourth Monthly Fee Statement for the period from May 1, 2021 through May 31, 2021 (the "Fourth Monthly Fee Statement"), was submitted to the Committee on July 2, 2021, a copy of which is attached as Schedule 2. The objection deadline for the Fourth Monthly Fee Statement was July 12, 2021.

44. As of the date of the filing of this Application, GJB has received payment in the amount of \$101,859.91 for services rendered during the Application Period. The amount of \$196,448.29 remains unpaid.

45. As a courtesy to the Committee and based on circumstances unique to the Title III Case, during the Application Period GJB voluntarily applied a 20% discount of its hourly rates totaling \$65,406.70. For details regarding the waived fees, please see the Certification of John H. Genovese filed concurrently herewith.

46. By this Application, GJB requests allowance of all fees and expenses incurred for services rendered during the Application Period. At this time, GJB seeks payment of (a) 100% of its fees for services invoiced during the Application Period and (b) 100% of expenses invoiced during the Application Period. The time billed by these timekeepers was reasonable, and GJB reserves the right to seek allowance and payment of these fees based on the facts and circumstances of these cases, including, without limitation, if objections are interposed to the allowance or payment of GJB's fees and expenses.

47. There is no agreement or understanding between GJB and any other person other than the attorneys, employees, and staff of GJB, for the sharing of compensation to be received for services rendered in these cases.

48. GJB maintains computerized records, in the form of monthly statements, of the time spent by all GJB's attorneys and paraprofessionals in connection with its representation of the Committee. The monthly statements are in the same form regularly used by GJB to bill its clients for services rendered and include the date that the services were rendered, a detailed, and contemporaneous narrative description of the services provided, the amount of time spent for each service, and the designation of the professional who performed the service.

49. The fees charged by GJB in the Title III Case are billed in accordance with its existing billing rates and procedures in effect during the Application Period. The rates GJB charges for the services rendered by its professionals and paraprofessionals in the Title III Case are comparable to the rates GJB charges for professional and paraprofessional services rendered in comparable non-bankruptcy related matters.

50. GJB's rates are set at a level designed to fairly compensate GJB for the work of its attorneys and paraprofessionals to cover fixed and routine overhead expenses. GJB operates in a national marketplace for legal services in which rates are driven by multiple factors relating to the individual lawyer, his or her area of specialization, the firm's expertise, performance and reputation, the nature of the work involved, and other factors. Accordingly, GJB set its rates for attorneys and paraprofessionals both in the restructuring group and related litigation groups within the firm by reference to market information and market adjustments by firms considered to be industry peers. Based on this and reviews of contemporaneous time records and fee applications filed in other cases, GJB's endeavors to set the hourly rates for its attorneys and paraprofessionals at levels comparable to those of its principal competitor firms.

51. As is customary, and as permitted pursuant to paragraph 2 of the Retention Order, every year GJB reviews its rate structure and, when appropriate, adjusts its hourly rates based upon (i) the advancing seniority of its professionals and paraprofessionals, (ii) the current market

for legal services, (iii) the rates charged for comparable non-bankruptcy services, and (iv) the firm's analysis of the hourly rates being charged by professionals in other law firms.

52. GJB's professional services during the Application Period required an aggregate expenditure of 772.30 recorded hours by GJB's attorneys and paraprofessionals, broken down as follows: partners (362 hours), associates (285.7 hours), and paraprofessionals (124.6 hours). During the Application Period, GJB's billing rates for attorneys rendering services in this matter ranged from \$305.00 to \$765.00 per hour. As a courtesy to the Committee, no rate increases were made in January 2021 for the incoming year.

53. To the extent that time or disbursement charges for services rendered or disbursements incurred relate to the Application Period, but were not processed before the preparation of this Application, or GJB has for any other reason not sought compensation or reimbursement with respect to such services or expenses, GJB reserves the right to request additional compensation for such services, and reimbursement of such expenses, in a supplemental or future application.

54. Pursuant to, and consistent with, the relevant requirements of the Guidelines, as applicable, the following exhibits are attached hereto and incorporated by reference:

- Exhibit A- Certification of John H. Genovese
- Exhibit B- contains disclosures regarding "customary and comparable compensation."
- Exhibit C contains a summary of GJB's timekeepers included in this Application.
- Exhibit D contains the budgets for GJB's services during the Application Period.
- Exhibit E contains (a) a summary of the compensation requested as compared to the compensation budgeted for the firm's services during the Application Period, and (b) a further breakdown of the compensation requested by project category and matter number.

- Exhibit E-1 contains summary of compensation requested by project category as compared to budget.
- Exhibit E-2 contains a summary of the expense reimbursements requested by category. An itemized schedule of all such expenses is included in GJB's monthly statements.
- Exhibit F contains a breakdown of compensation and expense reimbursement requested by Debtors and by whether the services were rendered in Puerto Rico or outside Puerto Rico.
- Schedule 1 contains a list of the professionals providing Services during the Application Period by matter.
- Schedule 2 includes the monthly fee statements covered in this Application.
- Schedule 3 includes the proposed order approving this Application.

**SUMMARY OF SERVICES PERFORMED BY GJB DURING THE APPLICATION PERIOD**

55. This Application is GJB's Sixth interim compensation in the Debtors Title III Cases. As with the prior fee period, during this Application Period, GJB has assisted and advised the Committee on a regular basis regarding legal matters related to the Co-Plaintiff Adversary Proceedings. GJB has continued to track deadlines, organized documents, and review the Title III Case dockets to maintain its litigation tracking spreadsheets current. In addition, GJB has reviewed various motions, applications, scheduling orders and other pleadings submitted to the Court in connection with the pending Co-Plaintiff Adversary Proceedings. Specifically, GJB has continued to monitor the progress of a number of adversary proceedings, and advise the Committee as appropriate, and represent the Committee in those actions, including without limitation, those adversary proceedings against underwriters and other financial target parties involved in the issuance of Commonwealth bonds and claims of PREPA against fuel oil suppliers and laboratories to avoid certain fraudulent transfers and contractual claims. GJB has continued its representation of the Committee with respect to limited "garden-variety" avoidance actions against entities that

received preferential and fraudulent transfers before the petition date. Furthermore, GJB has been involved in the representation of the Committee in a subset of adversary proceedings seeking to recover, among other things, declaratory judgments that the pertinent challenged GO bonds were issued in violation of the Constitution of Puerto Rico and to recover fraudulent transfers made on account of GO bonds that were not validly issued. GJB has continued working on the adversary proceedings challenging liens asserted by certain holders of HTA bonds. GJB also continued its representation of the Committee in connection with the ERS litigation which is seeking, among other things, declarations on the scope of the liens purportedly securing the ERS bonds and ultra vires objection. GJB provided counsel and assistance with other issues related to the Committee's motion to participate in the GO Bond Claim Objections (and related mediation process). In the pending PREPA litigation, GJB has been involved in the 9019 Motion, including the Committee's Motion to Terminate Rule 9019 Motion and Motion to Compel Discovery relating to the termination of the 9019 motion, as well as other related adversary proceedings as co-plaintiffs and co-trustee's of certain PREPA claims seeking affirmative relief for avoidance and contract-based claims against fuel oil suppliers and testing laboratories.

56. Set forth below is a description of the professional services rendered by GJB during the Application Period broken down by project category. The following services described are not intended to be a comprehensive summary of the work performed by GJB. Detailed descriptions of all services rendered by GJB can be found in the detailed time records reflecting the services performed by GJB's professionals, the time expended by each professional, and the hourly rate of each professional, annexed to the Monthly Fee Statements attached as Schedule 2 and such descriptions are incorporated herein by reference.

57. As special litigation and conflicts counsel to the Committee, GJB has jointly worked on various matters with counsel for the Oversight Board or its Special Claims Committee

and has made a concerted effort to perform these services in an economic, effective, and efficient manner commensurate with the complexity and importance of the issues involved while being mindful to avoid any unnecessary or unreasonable duplication of effort with respect to any incurrence of fees in connection with the adversary proceedings commenced under the Joint Prosecution Stipulation. As such, GJB has carefully reviewed its staffing needs on a monthly basis and taken affirmative steps to avoid charges for duplicative services. For example, the work performed by GJB was carefully assigned to appropriate professionals or paraprofessionals according to the experience and level of expertise required for each particular task. Moreover, whenever possible, GJB sought to minimize the costs of GJB's services to the Committee by utilizing talented junior attorneys and paraprofessionals to handle the more routine aspects of the assignments. In addition, a small group of the same GJB attorneys was utilized for the vast majority of the work in these Title III cases to minimize the costs of intra-GJB communication and education about the cases. Notably, as a general matter, no more than two GJB attorneys attended the various hearings held during the Application Period, thereby minimizing the time billed on these hearings.

58. Furthermore, to the extent appropriate, GJB sought to work closely with Paul Hastings as counsel for the Committee and Brown Rudnick LLP ("Brown Rudnick" or "Special Claims Committee Counsel") as counsel for the Financial Oversight and Management Board, acting through its counsel Proskauer Rose or the Special Claims Committee (the "Oversight Board"), as applicable, in order to eliminate unnecessary duplication and allocate tasks in an efficient manner. In order to minimize duplication, GJB continues to meet with and confer with counsel for the Oversight Board to discuss pending and potential claims and discuss a division of labor and tasks to limit duplication.

59. In sum, GJB respectfully submits that the services for which it seeks compensation in this Application were necessary for and beneficial to the Committee, and were rendered to protect, preserve, and maximize the value for unsecured creditors during the pendency of these Title III cases. Accordingly, in light of the nature and complexity of these Title III cases, GJB's charges for professional services performed and expenses incurred are reasonable under applicable standards. For all these reasons, GJB respectfully requests that the Court grant the Application and allow interim compensation for professional services performed and reimbursement for expenses as requested.

60. For ease of reference and transparency purposes, GJB created several matter numbers for its representation of the Committee. The matter numbers are divided as follows:

<b>Matter ID</b>	<b>Matter Name</b>
001	Official Committee of Unsecured Creditors
002	PREPA Adversary Litigation
003	ERS Adversary Litigation
004	HTA Adversary Litigation
005	Kobre & Kim Investigation Report Database Review

**I. Official Committee of Unsecured Creditors of Commonwealth of Puerto Rico  
(Matter ID 001)**

(a) **Case Administration (Task Code B110)**  
Fees: \$10,009.50 Total Hours: 53.30

61. During the Application Period, GJB reviewed and developed general case strategy and planning of litigation matters, attended to case management, and participated in meetings with Paul Hastings, Proskauer Rose, Brown Rudnick, and local counsel in Puerto Rico. In order to efficiently track deadlines, organize documents, and manage work streams, GJB created a task list and tracking chart for all adversary proceedings filed which it routinely updates to keep track of deadlines. In addition, during the Application Period, GJB held routine internal team conference

calls and occasional meetings to discuss interim and long-term strategies regarding current status of the Title III cases, the Co-Plaintiff Adversary Proceedings and to manage work assignments and deadlines, while ensuring efficiencies and avoiding duplication and unnecessary overlap.

**(b) Pleadings Review (Task Code B113)**

Fees: \$40,036.50 Total Hours: 127.10

62. During the Application Period, GJB monitors the case docket for the Title III cases and applicable adversary proceedings. All daily Court filings are reviewed and analyzed. Upon the completion of the Court filing review, an internal memorandum is prepared summarizing each Court filing, upcoming hearings, and noting relevant filings which may impact a proceeding where GJB is serving as special litigation counsel to the Committee

**(c) Meeting of Creditors (Task Code B150)**

Fees: \$2,598.50 Total Hours: 4.70

63. During the Application Period, GJB attended telephone conferences, and weekly meetings, and other communications with the Committee, including preparation for such calls and meetings in order to maintain the Committee informed of the various developments in the Co-Plaintiff proceedings being handled by GJB.

**(d) Court Hearings (Task Code B155)**

Fees: \$3,140.00 Total Hours: 5.60<sup>11</sup>

**(e) Fee/Employment Applications (GJB) (Task Code B160)**

Fees: \$11,089.00 Total Hours: 50.50

64. During the Application Period, GJB prepared four (4) monthly fee statements for services rendered during the months of February, March, April and May 2021, as well as responding to inquiries from the Fee Examiner. GJB also prepared and filed its Fifth Interim Fee Application

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<sup>11</sup> The description of services in this Application is limited to those matters in which Genovese Joblove & Battista, P.A. provided five (5) or more hours of service during the Application Period.

and related exhibits [Doc No. 16068].

(f) **Budgeting (Task Code B161)**

Fees: \$3,910.00 Total Hours: 6.80

65. During the Application Period, GJB reviewed Budget and staffing issues and procedures in connection with the preparation, submission and approval of same. GJB prepared monthly budgets for February, March, April and May 2021, as required by the Fee Examiner and Interim Fee Orders.

(g) **Fee/Employment Objections (Task Code B170)**

Fees: \$172.50 Total Hours: 0.30

(h) **General Litigation (Task Code B191)**

Fees: \$78,198.50 Total Hours: 146.50

66. During this Application Period, GJB has continued its representation as special litigation and conflicts counsel to the Committee in connection with various adversary proceedings associated with the Title III cases. GJB is currently prosecuting seven (7) adversary proceedings associated with Debtor, Commonwealth of Puerto Rico (Case No. 17-3283). GJB represents the Committee with respect to a limited “garden-variety” avoidance action against Merck Sharp & Dohme (I.A.) LLC [Adv. Proc. No. 19-276], Great Educational Services Corp [Adv. Proc. No. 19-277] and Eastern America Insurance Agency, Inc. [Adv. Proc. No. 19-279] whom received preferential and fraudulent transfers before the petition date. The adversary proceeding against Eastern America Insurance Agency, Inc. was voluntarily dismissed on February 16, 2021 [ECF No. 16]. Additionally, adversary defendant Great Educational Services Corporation filed for bankruptcy relief under Chapter 7 of the Bankruptcy Code, *Bankruptcy Case No. 19-02901*. In Adv. No. 19-280, GJB is seeking a judgment in excess of four billion dollars against numerous financial institutions and advisors whom negligently underwrote numerous bond obligations

despite knowing the Commonwealth was in a state of insolvency for their financial gain (the “Underwriter Litigation”). With regard to the Underwriter Litigation, GJB is involved in the evaluation and if warranted, litigation of, a lawsuit filed by certain monoline insurers to assert claims against the defendants in the Underwriter Litigation. The Underwriter Litigation case is stayed pending decision on Confirmation of Amended Plan per Court Order. Furthermore, GJB has been involved in the representation of the Committee in a subset of adversary proceedings seeking to recover, among other things, declaratory judgments that the pertinent challenged GO bonds were issued in violation of the Constitution of Puerto Rico and to recover fraudulent transfers of approximately \$9 billion dollars in general obligation bonds that were not validly issued [Adv. Proc. No. 19-281, Adv. Proc. No. 19-282, Adv. Proc. No. 19-283, and Adv. Proc. No. 19-288] (the “Clawback Litigation”). The Clawback Litigation cases are stayed pending decision on the confirmation of plan per Court Order. However, a Fifth Amended Adversary Complaint was filed on March 4, 2021 in the adversary proceeding against Defendant 1L, *et al*, [Adv. No. 19-283]. Additionally, the Committee has dismissed certain Defendants in Adv. Proc. Nos 19-281 and 19-282. Additionally, in Adv. No. 19-297, GJB is challenging the validity, enforceability and extent of alleged pre-petition liens of the Commonwealth’s general obligation and guaranteed bonds (the “GO Lien Challenges”). In connection with the foregoing, GJB has been working with Committee and Special Claims Committee counsel and monitoring the establishment and extension of Case Management Procedures and Approval of Settlements related to those litigation matters it is handling. GJB has also provided, from time-to-time, additional assistance to Committee counsel with respect to litigation matters within GJB’s subject matter expertise, but in no way duplicative of the work performed by other counsel on these matters. GJB has continued its representation of the Committee in certain adversary cases associated with Debtor

Puerto Rico Electric Power Authority (“PREPA”); Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”); and Puerto Rico Highways and Transportation Authority (“HTA”) as further described below. Those adversary proceedings include: (A) two adversary proceedings involving or relating to the claims of PREPA against fuel oil suppliers and laboratories to avoid certain fraudulent transfers [Adv. Pro. Nos. 19-388-LTS, and 20-115-LTS]; (B) six adversary proceedings in connection with the ERS litigation which is seeking, among other things, declarations on the scope of the liens purportedly securing the ERS bonds adversary proceedings involving {Adv. Pro. Nos. 19-355, 19-356, 19-357, 19-359, 19-361 and 19-367}; and (C) one adversary proceeding challenging liens asserted by certain holders of HTA bonds [Adv. Proc. No. 19-364].

**(h) Meeting and Communications with Board (Task Code B260)**

Fees: \$230.00 Total Hours: 0.40

**II. PREPA (Matter ID 002)**

**(a) Case Administration (Task Code B110)**

Fees: \$5.70 Total Hours: \$1,111.50

67. During the Application Period, GJB continued to monitor the case and review pleadings, orders, hearings, briefing schedules, and objections filed in the main PREPA case and omnibus adversary proceedings. Additionally, GJB, reviewed pending tolling agreement deadlines.

**(b) Meeting of Creditors (Task Code B150)**

Fees: \$1,222.50 Total Hours: 2.30

68. During the Application Period, GJB attended telephone conferences, and other communications with the Committee, including preparation for such calls and meetings in order to maintain the Committee informed of the various developments in the Co-Plaintiff proceedings being handled by GJB including mediation strategies.

(c) **Fee/Employment Applications (Task Code B160)**  
Fees: \$57.50 Total Hours: 0.10

(d) **Budgeting (Task Code B161)**  
Fees: \$575.00 Total Hours: 1.00

(e) **Meeting and Communications with Board (Task Code B260)**  
Fees: \$460.00 Total Hours: 0.80

(f) **General Litigation (Task Code B191)**  
Fees: \$165,186.50 Total Hours: 343.50

69. During the Application Period, GJB reviewed and analyzed various pleadings filed in the PREPA matter in addition to monitoring pending tolling agreement deadlines and tracking expiration deadlines of same. GJB paralegals prepared, reviewed and analyzed services and notices. GJB continued its representation of the Committee in certain adversary cases pursuing the claims of PREPA against fuel oil suppliers and laboratories to avoid certain fraudulent transfers [Adv. Pro. No. 19-388-LTS]. GJB is also defending the Committee's interest in an adversary proceeding involving a complaint for declaratory judgment alleging that the claims asserted by the Oversight Board and Committee in Adv. Pro. 19-388-LTS are not assets of the estate [Adv. Pro. No. 20-00015-LTS]. During the Application Period, GJB was involved in extensive litigation in Adv. Pro. No. 20-00015. The Plaintiff's filed a Second Amended Complaint on February 2, 2021 to which the Court entered a Briefing Schedule for opposing parties to file a Motion to Dismiss the Amended Complaint. GJB conducted expansive research in addition to numerous meetings with co-counsel to prepare the Motion to Dismiss Counts I and II of Plaintiffs' Second Amended Complaint and the Committee's Joinder in the Motion to Dismiss Counts I and II of Plaintiffs' Second Amended Complaint, including review of Plaintiff's response to the Motion to Dismiss and Joinder and conducted expansive research to formulate a reply the Plaintiff's response, resulting in dismissal of those Counts.

Additionally, during the Application Period, GJB reviewed pleadings filed in the related Vitol Adversary as it related to claims and defenses of the Defendants in Adv. Pro. No. 19-388.

### III. ERS (Matter ID 003)

(a) **Case Administration (Task Code B110)**  
Fees: \$1,930.50 Total Hours: 9.91

70. During the Application Period, GJB continued to monitor the case and review pleadings, orders, hearings, briefing schedules, and objections filed in the main ERS case and omnibus adversary proceedings. Additionally, GJB has reviewed and analyzed motions regarding briefing and litigation schedules; pending discovery and pleadings related to the bonds issued by ERS. GJB has also spent time reviewing and calendaring deadlines and hearings related to the ERS litigation.

(b) **Meeting of Creditors (Task Code B150)**  
Fees: \$57.50 \$ Total Hours: 0.10

(c) **General Litigation (Task Code B191)**  
Fees: \$6,663.00 Total Hours: 12.70

71. During the Application Period, GJB continued its work representing the Committee in connection with the ERS Bond adversaries [Adv. Proc. Nos. 19-356, 19-357, 19-359, 19-361 and 19-367]. GJB represents the Committee with respect to count I of the recovery actions and has been handling the *ultra vires* issues as they relate to count I of the recovery actions and scheduling orders regarding discovery and summary judgment briefing on the lien scope issues and *ultra vires* issues. GJB reviewed, research and drafted numerous pleadings in relation to the *Briefing Schedule with Respect to Certain Issues Raised in Certain Contested Matters and Adversary Proceedings Related to the Bonds Issued by the Employees Retirement System of the Government of the Commonwealth of Puerto Rico* on the ultra vires issues. The ERS adversary proceedings are stayed pursuant to Court Order dated April 12, 2021.

**IV. HTA (Matter ID 004)**

(a) **Case Administration (Task Code B110)**

Fees: \$97.50 Total Hours: 0.50

72. During the Application period, GJB has been involved and continued to monitor adversary proceeding challenging liens asserted by certain holders of HTA bonds [Adv. Proc. No. 19-364]. GJB also spent time reviewing and calendaring deadlines and hearings related to the HTA litigation.

(b) **General Litigation (Task Code B191)**

Fees: \$287.50 Total Hours: 0.50

73. During the Application Period, GJB reviewed and analyzed material relating to HTA's plan of Adjustment along with the Order Denying Motion to Stay

**V. Kobre & Kim Investigation Report Database Review (Matter ID 005)- N/A**

74. During the Application Period there was no time billed in this matter.

**ATTENDANCE AT HEARINGS**

75. In accordance with the presumptions set forth in the *Order on Fee Examiner's Motion to Impose Presumptive Standards and Timeliness Requirements for Professional Fee Applications* [Docket No. 3932] (the "Presumptive Standards Order"), GJB provides the following summary regarding the attendance of GJB's professionals at Court hearings:

- MARCH 10, 2021: John Arrastia virtually attended the March 10, 2021 omnibus hearings;
- APRIL 28, 2021: John Arrastia virtually attended the April 28, 2021 omnibus hearings.

**ACTUAL AND NECESSARY DISBURSEMENTS**

76. As set forth in Exhibit D-2, GJB disbursed \$37,092.49 as expenses incurred in providing professional services during the Application Period.

77. The time constraints imposed by the circumstances of the matters handled by GJB during the Application Period required its attorneys and other employees, at times, to devote substantial time during the evenings and on weekends to perform legal services on behalf of the Committee. These extraordinary services were essential to meet deadlines, timely respond to inquiries on a daily basis, and satisfy the Committee's needs and demands. Attorneys and other GJB employees who worked late in the evenings or on weekends were reimbursed for their reasonable meal and transportation costs in accordance with the Local Rules and firm policy. GJB's regular practice is not to include components for those charges in overhead when establishing billing rates, but rather to charge its clients for these and all other out-of-pocket disbursements incurred during the regular course of the provision of legal services.

78. GJB believes the rates for charges incurred are the market rates that the majority of law firms charge clients for such services. In addition, GJB believes that such charges are in accordance with the American Bar Association's ("ABA") guidelines, as set forth in the ABA's Statement of Principles, dated January 12, 1995, regarding billing for disbursements and other charges.

#### **REQUESTED COMPENSATION SHOULD BE ALLOWED**

79. Section 316 of PROMESA provides for the compensation of professionals. Specifically, section 316 provides that a court may award a professional employed by a committee under section 1103 of the Bankruptcy Code "reasonable compensation for actual, necessary services rendered and reimbursement for actual, necessary expenses." PROMESA § 316(a). Section 316 also sets forth the criteria for the award of such compensation and reimbursement:

- (a) In determining the amount of reasonable compensation to be awarded to a professional person, the court shall consider the nature, the extent, and the value of such services, taking into account all relevant factors, including:

- (i) the time spent on such services;
- (ii) the rates charged for such services;
- (iii) whether the services were necessary to the administration of, or beneficial at the time at which the service was rendered toward the completion of, a case under this chapter;
- (iv) whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed;
- (v) with respect to a professional person, whether the person is board certified or otherwise has demonstrated skill and experience in the restructuring field; and
- (vi) whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under this title or title 11, United States Code.

PROMESA § 316(c). Further, section 317 of PROMESA provides that “a committee may apply to the court not more than once every 120 days for such compensation for services rendered.

80. In the instant case, GJB respectfully submits that the services for which it seeks compensation in this Application were, at the time rendered, believed to be necessary for and beneficial to the Committee, the Debtors, and their stakeholders and were rendered to protect, preserve, and maximize value for unsecured creditors during the pendency of the Title III Cases. The services rendered to the Committee were performed in an economic, effective, and efficient manner commensurate with the complexity and importance of the issues involved. The results obtained to date have benefited not only the Committee but also the Debtors, their stakeholders, and other interested parties. Accordingly, the compensation requested is reasonable in light of the nature, extent, and value of such services to the Committee, the Debtors, and all parties in interest.

81. The work conducted was carefully assigned to appropriate professionals or paraprofessionals according to the experience and level of expertise required for each particular task. Whenever possible, GJB sought to minimize the costs of GJB's services to the Committee by utilizing talented junior attorneys and paraprofessionals to handle the more routine aspects of the assignments. A small group of the same GJB attorneys was utilized for the vast majority of the work in order to minimize the costs of intra-GJB communication and education about the Title III Cases. As demonstrated by this Application, GJB spent its time economically and without unnecessary duplication. Accordingly, approval of the compensation sought herein is warranted.

**NOTICE**

82. In accordance with the Interim Compensation Order, GJB will provide notice of this Application to (i) the attorneys for the Oversight Board, Proskauer Rose LLP and O'Neill & Borges LLC; (ii) the attorneys for the Puerto Rico Fiscal Agency and Financial Advisory Authority, O'Melveny & Myers LLP and Marini Pietrantoni Muñiz LLC; (iii) the Office of the United States Trustee for the District of Puerto Rico; (iv) the attorneys for the Official Committee of Retired Employees, Jenner & Block LLP and Bennazar, García & Milián, C.S.P.; (v) the Puerto Rico Department of Treasury; (vi) the Fee Examiner, Brady Williamson; and (vii) counsel to the Fee Examiner, Godfrey & Kahn, S.C. and EDGE Legal Strategies, PSC. In addition, the notice of hearing with respect to this Application will be served on all parties that have filed a notice of appearance in the Title III Cases.

**CONCLUSION**

**WHEREFORE**, GJB respectfully requests entry of an order, substantially in the form attached hereto as Schedule 3, (i) allowing interim compensation for professional services rendered during the Application Period in the amount of \$372,033.50, representing 100% of the fees billed

during the Application Period (not including GJB's voluntary fee reduction equal to 20% in the amount of \$65,406.70) and reimbursement of \$37,02.49, representing 100% of the actual and necessary expenses incurred during the Application Period (ii) authorizing and directing the Debtors' payment of the fees allowed (net of credits for fee reductions) plus 100% of the expenses allowed and any amounts paid by the Debtors pursuant to the Interim Compensation Order, (iii) allowing such compensation and payment for professional services rendered and reimbursement of actual and necessary expenses incurred be without prejudice to GJB's right to seek such further compensation and/or payment for the full value of services performed and expenses incurred, and (iv) granting GJB such other and further relief as is just.

Dated: July 15, 2021.

/s/ John Arrastia

GENOVESE JOBLOVE & BATTISTA, P.A.

John H. Genovese, Esq. (*Pro Hac Vice*)

John Arrastia, Esq. (*Pro Hac Vice*)

Jesus M. Suarez, Esq. (*Pro Hac Vice*)

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UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF PUERTO RICO

In re:

MANAGEMENT BOARD FOR PUERTO RICO,  
as representative of

THE COMMONWEALTH OF PUERTO RICO, *et al.*,

Debtors.<sup>1</sup>

PROMESA

Title III

No. 17 BK 3283-LTS

(Jointly Administered)

**CERTIFICATION OF JOHN ARRASTIA, ESQ. IN SUPPORT OF SIXTH INTERIM  
FEE APPLICATION OF GENOVESE JOBLOVE & BATTISTA, P.A., AS SPECIAL  
LITIGATION COUNSEL TO OFFICIAL COMMITTEE OF UNSECURED  
CREDITORS, FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES  
FOR PERIOD FROM FEBRUARY 1, 2021 THROUGH MAY 31, 2021**

I, John Arrastia certify that the following is true to the best of my knowledge information, and belief:

1. I am an attorney and shareholder of Genovese Joblove & Battista, P.A. ("GJB"), with four offices in Florida located at 100 SE 2<sup>nd</sup> Street, Suite 4400, Miami, FL 33131 ("Miami"); 200 East Broward Blvd, Suite 1110, Fort Lauderdale, FL 33301 ("Ft. Lauderdale"), and 100 N. Tampa Street, Suite 2600, Tampa, FL ("Tampa"). GJB also has an affiliate office in Caracas Venezuela located at Av. Francisco de Miranda, Torre Provincial "A" piso 8 oficina 81 y 82 1060 Caracas, Venezuela.

2. I am admitted to practice law in the state of Florida. By order dated April 16, 2019,

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<sup>1</sup> The Debtors in these Title III cases, along with each Debtor's respective Title III case number listed as a bankruptcy case number due to software limitations and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17-BK-3283 (LTS)) (Last Four Digits of Federal Tax ID: 3481), (ii) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17-BK-3566 (LTS)) (Last Four Digits of Federal Tax ID: 9686), (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17-BK-3567 (LTS)) (Last Four Digits of Federal Tax ID: 3808), (iv) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17-BK-3284 (LTS)) (Last Four Digits of Federal Tax ID: 8474); (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17-BK-4780) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority ("PBA") (Bankruptcy Case No. 19-BK-5523 (LTS)) (Last Four Digits of Federal Tax ID: 3801). (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

I was admitted to appear *Pro Hac Vice* in the Debtors Title III Cases [Docket No. 6330].

3. I am duly authorized to make this Certification on behalf of GJB. The facts set forth in this Certification are based upon my personal knowledge, my discussions with other GJB attorneys, and the review of GJB's client/matter records by me or other GJB attorneys acting under my supervision and direction.

4. In accordance with (a) Local Bankruptcy Rule 2016-1 (the "Local Guidelines"), (b) Appendix B of the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330, effective as of November 1, 2013 (the "U.S. Trustee Guidelines"), and (c) the *Second Amended Order Setting Procedures for Interim Compensation and Reimbursement of Expenses of Professionals entered June 6, 2018* (the "Interim Compensation Order"), this Certification is made with respect to the *Sixth Interim Application of Genovese Joblove & Battista, P.A., as Special Litigation Counsel to Official Committee of Unsecured Creditors, for Services Rendered and Reimbursement of Expenses for the Period from February 1, 2021 through May 31, 2021* (the "Application").<sup>2</sup>

5. Pursuant to section (a)(4) of the Local Guidelines, I hereby certify that I have read the Application and, to the best of my knowledge, information, and belief, formed after reasonable inquiry, (a) the compensation and reimbursement of expenses sought in the Application conforms with the Bankruptcy Code, the Bankruptcy Rules, the U.S. Trustee Guidelines, and the Local Rules, (b) the compensation and reimbursement of expenses are billed at rates no less favorable to the Debtors than those customarily employed by GJB generally (taking into consideration that GJB employs a variety of fee arrangements with its clients, including hourly fees, contingency fees and hybrid fees involving reduced hourly rates and reduced contingency fee percentages) and billed in accordance with the Engagement Letter and Retention Order; and (c) in providing a reimbursable

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<sup>2</sup> Capitalized terms used herein shall have the same meanings given to them in the Application.

services, GJB does not make a profit on that service, whether the service is performed by GJB in-house or through a third party.

6. In accordance with the Engagement Letter and Retention Order, GJB agreed to a voluntary fee reduction equal to 20%, which results in a reduction in fees in the amount of \$65,406.70 in the Application. GJB seeks allowance of all of its fees incurred during the Application Period in the amount of \$261,626.80, to the extent such amount has not been paid before the hearing scheduled on this Application.

7. GJB provides the following response to the request for information set forth in the U.S. Trustee Guidelines:

Question: Did you agree to any variations from, or alternatives to, your standard or customary billing rates, fees, or terms for services pertaining to this engagement that were provided during the Application Period?

Response: Yes. As a courtesy to the Committee and based on circumstances unique to the Title III Case, during the Application Period, GJB agreed to a voluntary reduction of its fees by an amount equal to 20% of the total fees sought to be paid, which reduction totals \$65,406.70.

Question: If the fees sought in this application as compared to the fees budgeted for the Application Period are higher by 10% or more, did you discuss the reasons for the variation with the client?

Response: The fees were below the budgeted amount, therefore the request is not applicable.

Question: Have any of the professionals included in this application varied their hourly rate based on the geographic location of the bankruptcy case?

Response: No.

Question: Does the application include time or fees related to reviewing or revising time records or preparing, reviewing, or revising invoices? (This is limited to work involved in preparing and editing billing records that would not be compensable outside of bankruptcy and does not include reasonable fees for preparing a fee application.) If so, please quantify by hours and fees.

Response: The Application includes approximately 15.3 hours and associated fees of approximately \$4,225.00 related to preparing, reviewing, and revising GJB's fee statements.

Question: Does this application include time or fees for reviewing time records to redact any privileged or other confidential information? If so, please quantify by hours and fees.

Response: No.

Question: If the application includes any rate increases since retention: (i) Did your client review and approve those rate increases in advance? (ii) Did your client agree when retaining the law firm to accept all future rate increases? If not, did you inform your client that they need not agree to modified rates or terms in order to have you continue the representation consistent with ABA Formal Ethics Opinion 11-458?

Response: No rate increases have occurred since the retention date.

8. I declare under penalty of perjury that, to the best of my knowledge and after reasonable inquiry, the foregoing is true and correct.

Executed this 15<sup>th</sup> day of July 2021

/s/ John Arrastia  
John Arrastia, Esq.  
GENOVESE JOBLOVE & BATTISTA, P.A.  
John Arrastia, Esq. (*Pro Hac Vice*)  
100 SE 2<sup>nd</sup> Street, Suite 4400  
Miami, FL 33131  
Telephone: (305) 349-2300  
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**EXHIBIT B**

**CUSTOMARY AND COMPARABLE COMPENSATION DISCLOSURES**

(See Guidelines ¶ C.3. for definitions of terms used in this Exhibit.)

<b>CATEGORY OF TIMEKEEPER (using categories already maintained by the firm)</b>	<b>BLENDDED HOURLY RATE</b>		
	<b>NON- BANKRUPTCY BLENDDED HOURLY RATE</b>	<b>GJB BLENDDED HOURLY RATE<sup>1</sup></b>	<b>GJB BLENDDED HOURLY RATE (AFTER 20% REDUCTION)<sup>2</sup></b>
Partner	\$506.00	\$565.45	\$452.36
Counsel	N/A	N/A	N/A
Associate	\$306.00	\$347.34	\$277.87
All timekeepers aggregated	\$424.00	\$423.45	\$338.76

<sup>1</sup> The calculation of GJB's Blended Hourly Rate does not take into account GJB's agreement to reduce its fees by an amount equal to 20% of its total hourly fees.

<sup>2</sup> For illustrative purposes only.

**EXHIBIT C**

**SUMMARY OF TIMEKEEPERS INCLUDED IN THIS APPLICATION**

Name	Title or Position	Department, Group, or Section	Date of First Admission	Fees Billed in this Application	Hours Billed in this Application	Hourly Rate Billed	Number of Rate Increases Since Case Inception		
Arrastia, John	Partner	Litigation	1996	\$108,330.00	188.40	\$575.00	\$575.00 0		
Friedman, Michael A.	Partner	Bankruptcy	2009	\$28,050.00	51.00	\$550.00	\$550.00		
Gayo-Guitian, Mariaelena	Partner	Bankruptcy	1989	\$1,150.00	2.0	\$575.00	\$575.00 0		
Genovese, John H.	Partner	Bankruptcy	1979	\$19,813.50	25.90	\$765.00	\$765.00 1		
Suarez, Jesus M.	Partner	Bankruptcy	2008	\$47,350.00	94.70	\$500.00	\$500.00 1		
		<b>Total Partner:</b>		\$204,693.50	362				
Castaldi, Angelo	Associate	Litigation	2015	\$57,750.00	154.00	\$375.00	\$375.00 1		
Delgado, Joyce A.	Associate	Litigation	2017	\$41,485.50	131.70	\$315.00	\$315.00 0		
		<b>Total Associate:</b>		\$99,235.50	285.70				
Hopkins, Colleen	Paralegal			\$2,652.00	13.60	\$195.00	\$195.00 0		
Sardina, Jessey	Paralegal			\$442.50	5.90	\$75.00	\$75.00 0		
Zamora, Johanna	Paralegal			\$18,447.00	94.60	\$195.00	\$195.00 0		
Scavone-Esser, Carolyn	Paralegal			\$1,515.00	10.10	\$150.00	\$150.00 0		
Garcia-Montes, Tricia	Paralegal			\$48.00	0.40	\$120.00			
		<b>Total Paraprofessional:</b>		\$23,109.00	124.60				
	<b>Total:</b>			<b>\$327,033.50</b>	<b>772.30</b>				
	<b>Blended Rate:</b>			<b>\$423.45</b>					
	<b>Blended Rate Excluding Paraprofessionals:</b>			<b>\$504.91</b>					
		<b>In this Application</b>		<b>In Fifth Interim Application</b>					

**EXHIBIT D**

**BUDGET AND STAFFING PLAN**

## **EXHIBIT D-1**

### **BUDGETS FOR:**

*February 2021*

*March 2021*

*April 2021*

*May 2021*

Case Name and Number: 17 BK 3283-LTS (Jointly Administered)  
Applicant's Name: Genovese, Joblove & Battista, P.A., as Special Litigation Counsel to the Official Committee Of Unsecured Creditors Of The Commonwealth Of Puerto Rico, *et al.*

## **BUDGET**

**Period Covered:** February 1, 2021 through February 28, 2021<sup>1</sup>

<b>U.S. Trustee Task Code and Project Category</b>	<b>Estimated Hours for Period February 1, 2021 through February 28, 2021</b>
B110 Case Administration  <i>Notes: This task code includes general case strategy and planning, case management, internal Committee matters, internal meetings, and meetings with Paul Hastings.</i>  <i>Two month trailing average ± 18.7</i>	18
B112 General Creditor Inquiries  <i>Two month trailing average</i> 0	0
B113 Pleadings Review  <i>Notes: This task code includes review of relevant pleadings in the title III cases as well as all related adversary proceedings. GJB will focus its review on matters that impact its scope of work.</i>  <i>Two month trailing average ± 29.7</i>	30
B120 Asset Analysis and Recovery	0

<sup>1</sup> Unless otherwise indicated, this proposed budget is based on the following assumptions: (i) no additional title III cases or adversary proceedings will be commenced during the budget period; (ii) no new plan of adjustment will be filed during the budget period; (iii) no adversary proceedings will require discovery and trial preparation; and (iv) all adversary proceedings in which the Committee has intervened and/or sought to intervene will only involve briefing and hearings on motions to dismiss, motions to stay, and/or pretrial proceedings. In addition, it is impossible to predict how many hours will be required to prosecute contested matters where GJB is asked to participate as conflicts counsel. Thus, this proposed budget may be materially different from the work actually performed. For instance, discovery disputes may lead to extensive litigation. Similarly, the Committee may need to respond to motions that are not and cannot be anticipated. At this time, the proposed budget is speculative. The proposed budget has been revised to account for the March 10, 2020 Final Order Regarding (A) Stay Period, (B) Mandatory Mediation, and (c) Certain Deadlines Related Thereto, (as amended and modified by subsequent orders) with regard to several adversary proceedings for which the Committee has been appointed as co-plaintiff/co-trustee with the Oversight Board or the members of the Special Claims Committee.

B130 Asset Disposition	0
B140 Relief from Stay / Adequate Protection Proceedings	0
B150 Meetings of Creditors' Committee and Communications with Creditors  <i>Notes: This task code includes time spent on telephone conferences, meetings, and other communications with the Committee, including preparation for such calls and meetings. GJB will focus its participation on matters that impact its scope of work and avoid unnecessary duplication with Paul Hastings.</i>  <i>Two month trailing average ± 6</i>	6
B155 Court Hearings  <i>Notes: This task codes includes time spent in court hearings in the title III cases and the related adversary proceedings. This task code also includes time spent preparing for such hearings. GJB will focus its participation on matters that impact its scope of work and avoid unnecessary duplication with Paul Hastings and the Special Claims Committee.</i>  <i>Two month trailing average ± 6</i>	5
B160 Employment / Fee Applications  <i>Notes: This task code includes time spent on complying with the interim compensation order, including preparing GJB's fee statements, as well as responding to inquiries from the fee examiner related thereto.</i>  <i>Two month trailing average ± 14.3</i>	10
B161 Budgeting (Case)  <i>Notes: This task code includes time spent on preparing GJB's monthly budgets, as required by the fee examiner.</i>  <i>Two month trailing average ± 2.1</i>	2

B165 Fee and Employment Applications of Other Professionals	
<p><i>Notes: This task code includes time spent on reviewing fee and retention applications of other professionals in these title III cases only as it relates to (i) committee professionals operating at the direction of GJB as conflicts counsel; or (ii) where matters principally handled by GJB are implicated.</i></p> <p><i>Two month trailing average</i></p>	0
B170 Fee and Employment Objections	
<p><i>Notes: This task code includes time spent on preparing or responding to objections to fee and retention applications.</i></p> <p><i>Two month trailing average</i></p>	3
B180 Avoidance Action Analysis	
<p><i>Notes: This task code includes time spent on analyzing potential claims for avoidance, including preferential transfers and fraudulent transfers as well as requests for settlement that are impacted by such claims. GJB will focus its participation on matters that impact its scope of work and avoid unnecessary duplication with Paul Hastings or other counsel handling such matters for the Committee or the Special Claims Committee, to the extent it is a Co-Plaintiff.</i></p> <p><i>Two month trailing average</i></p>	0
B185 Assumption / Rejection of Leases and Contracts	
<p><i>Notes: This task code includes time spent on analyzing issues related to the assumption or rejection of executory contracts and unexpired leases. GJB's role in this category is limited to instances, if any, where Paul Hastings may have a conflict.</i></p> <p><i>Two month trailing average</i></p>	0

B190 Other Contested Matters	<p><i>Notes: This task code includes time spent on all contested matters in the Title III cases. GJB's role in this category is limited to instances, if any, where Paul Hastings may have a conflict. GJB anticipates potential main case litigation concerning matters where Paul Hastings has identified conflicts with parties that may become potentially adverse to the Committee. Further, adverse and interested parties to litigation initiated by GJB on behalf of the Committee have sought to participate in main case issues, including claims objections. Currently, the disputes in which GJB has primary responsibility are limited in scope due to the stay orders in effect.</i></p> <p><i>Two month trailing average ± 3.5</i></p>	10
191 General Litigation (including Commonwealth litigation, mediation process, and handling of adversary proceedings)	<p><i>Notes: GJB anticipates briefing and motion practice relating to the class action plaintiffs' pending declaratory judgment action against PREPA with respect to the right to proceed against the Fuel Oil Defendants during the upcoming period.</i></p> <p><i>GJB anticipates continued prosecution of causes of action with the Oversight Board/Special Claims Committee regarding any conflicts regarding prosecution of the ERS lien challenges as modified by the ERS Scheduling Order.</i></p> <p><i>GJB anticipates continued briefing relating to motion practice relating to pending adversary proceedings and continued discovery as to those limited issues excepted from the Stay or pursuant to the March 10, 2020 Final Order Regarding (A) Stay Period, (B) Mandatory Mediation, and (c) Certain Deadlines Related Thereto</i></p> <p><i>This task code includes all adversary proceedings, which consist of (a) the joint prosecution of causes of action together with Oversight Board/Special Claims Committee in 22 separate lawsuits, and (b) monitoring other adversary proceedings and litigation. GJB's role in this category is limited to those adversary proceedings in which GJB has appeared as and is the lead counsel for the Committee. This role may require coordination with other counsel in related matters concerning global legal issues.</i></p>	175

<p><i>Currently, many of these matters are stayed pursuant to Court orders in effect.</i></p> <p><i>Two month trailing average ± 156.7</i></p>	
<p>B195 Non-Working Travel<sup>2</sup></p> <p><i>Notes: This task code includes time spent on non-working travel, including to court hearings and Committee meetings in San Juan, Boston and New York City, although attendance will be limited if required due to a conflict on behalf of Paul Hastings.</i></p>	0
<p>B210 Debtors' Financial Information and Operations/Fiscal Plan</p> <p><i>Notes: This task code includes time spent reviewing and analyzing the Debtors' fiscal plans and related matters. GJB's role in this category is limited to instances, if any, where Paul Hastings may have a conflict or where GJB may need to familiarize itself with matters that may impact litigation where GJB is serving as conflicts counsel to the Committee.</i></p> <p><i>Two month trailing average</i></p>	0
<p>B220 Employee Benefits/Pensions</p> <p><i>Two month trailing average</i></p>	0
<p>B230 Financing / Cash Collections</p> <p><i>Two month trailing average</i></p>	0
<p>B231 Security Document Analysis</p> <p><i>Two month trailing average</i></p>	0

<sup>2</sup> The firm charges one-half a timekeeper's normal billing rate for any time incurred on account of non-working travel.

B260 Meetings of and Communications with Debtors/Oversight Board	
<i>Notes: This task code includes time spent on meeting and communicating with the Debtors, the Oversight Board, and their respective advisors. GJB anticipates significant collaboration with the Special Claims Committee of the FOMB on matters GJB has appears as conflicts counsel.</i>	
<i>Two month trailing average ±</i>	1.8
	3
B261 Investigations	
<i>Two month trailing average</i>	0
	0
B310 Claims Administration and Objections	
<i>Notes: This task code includes time spent on matters related to claims administration, including time spent on investigating potential challenges to claims, including, most notably, the challenge to the GO bond claims and the ERS bond claims. This task code also includes time spent on analyzing the pool of unsecured claims against the Debtors. GJB is role in this category is limited to instances, if any, where Paul Hastings may have a conflict.</i>	
<i>Two month trailing average</i>	0
	3
B320 Plan and Disclosure Statement	
<i>Notes: This task code includes time spent on matters related to a potential plan of adjustment for the title III Debtors. GJB will focus its participation on matters that impact its scope of work and avoid unnecessary duplication with Paul Hastings. Given the Oversight Board's anticipated filing of an amended Commonwealth plan of adjustment and disclosure statement, GJB anticipates spending time familiarizing itself with matters that may impact litigation where GJB is serving as conflicts counsel to the Committee.</i>	
<i>We are expecting an increase in plan-related work during the month of February because the Oversight Board will announce the terms of a new plan on February 10, 2021.</i>	
<i>Two month trailing average</i>	0
	10

B420 Restructurings	
<i>Notes: This task code includes time spent on general restructuring matters, including an anticipated amendment Commonwealth Plan of Adjustment and Disclosure Statement, and matters related to the pending PREPA RSA) and the related 9019 motion.</i>	
<i>GJB anticipates continued involvement in these matters to the extent that Paul Hastings is conflicted from the representation</i>	
Two month trailing average	
0	0
<b>TOTAL HOURS</b>	<b>275</b>
<b>TOTAL ESTIMATED FEE<sup>3</sup></b>	<b>\$141,644.25</b>
<b>MINUS 20% REDUCTION</b>	<b>\$28,328.85</b>
<b>TOTAL ESTIMATED FEE (NET OF REDUCTION)</b>	<b>\$113,315.40</b>

**ADDITIONAL STAFFING PLANS (INCL. SUB-BUDGETS)  
FOR MATTERS JOINTLY PURSUED BY OVERSIGHT BOARD AND COMMITTEE**

**Period Covered:** February 1, 2021 through February 28, 2021

**A. Adversary Proceedings Against Financial Parties, Fuel Oil Defendants, and Other Proceedings**

Genovese Joblove & Battista PA., (“GJB” or “Firm”) as the Committee’s special litigation counsel, represents the Committee with respect to two (2) principal adversary proceedings against: (a) numerous underwriters and other financial target parties involved in the issuance of Commonwealth bonds [Adv. Proc. No. 19-280-LTS]; and (b) the claims of PREPA against fuel oil suppliers and laboratories to avoid certain fraudulent transfers [Adv. Pro. No. 19-388-LTS].

Pursuant to the Order entered on December 10, 2019, the litigation in Adv. Proc. No. 19-00388 was stayed through August 17, 2020 at which time a joint status report was issued. The Defendants responded and the issues were briefed for hearing on September 16, 2020, but not heard, and remain under advisement. The remaining issue is the intervention of the Marrero Class Action Plaintiffs, which the parties have agreed to resolve in the Marrero Class Action Plaintiffs’ complaint to declare its right to pursue the claims against the Fuel Oil defendants in Adv. Pro. No. 20-00115. The revised briefing schedule anticipates a motion to dismiss by February 2, 2021 with further briefing and a hearing on April 28, 2021. The parties are currently in the meet and confer phase of the motion practice. Pending that resolution, on December 14, 2020 the Court has extended the stay in Adv. Pro. No. 19-388.

The stay relating to Adv. Proc. No. 19-280 was set to expire in April 2020, but the March 10, 2020

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<sup>3</sup> Assumes Blended Rate of \$515.07

*Final Order Regarding (A) Stay Period, (B) Mandatory Mediation, and (c) Certain Deadlines Related Thereto* stays the proceedings pending a decision on confirmation. GJB is also involved in the evaluation and if warranted, litigation of, a lawsuit filed by certain monoline insurers to assert claims against the same defendants sued by the Committee in Adv. Proc. No. 19-280-LTS, which monoline suit has been removed to the PROMESA proceedings.

1. Staffing Plan

<b>Category of timekeeper (using categories maintained by the firm)</b>	<b>Number of timekeepers expected to work on the matter during the budget period</b>	<b>Average hourly rate for period February 1, 2021 through February 28, 2021</b>	<b>Average hourly rate for period February 1, 2021 through February 28, 2021 (net of 20% reduction)</b>
<b>Partner (20+ Years)</b>	2	\$680	\$544
<b>Partner (10+ Years)</b>	2	\$525	\$420
<b>Associate</b>	4	\$375	\$300
<b>Paraprofessionals</b>	2	\$195	\$156

2. Sub-Budget

<b>U.S. Trustee Task Code and Project Category</b>	<b>Estimated Hours for Period February 1, 2021 through February 28, 2021</b>
B191 General Litigation	175
<b>TOTAL HOURS</b>	<b>175</b>

**B. Garden-Variety Avoidance Actions**

GJB represents the Committee with respect to limited “garden-variety” avoidance actions [Adv. Proc. Nos. 19-267, 19-275-279] against entities that received preferential and fraudulent transfers before the petition date. Casillas, Santiago & Torres LLC, the Committee’s local counsel, represents the Committee with respect to the balance of the “garden-variety” avoidance actions initiated against vendors of the Commonwealth of Puerto Rico [Adv. Proc. Nos. 19-041 to 19-279, Adv. Proc. Nos. 19-347 to 19-354, and additional adversary proceedings to be commenced with respect to PREPA]. However, GJB may, from time-to-time, provide additional assistance to other committee counsel with respect to litigation matters within GJB’s subject matter expertise, but in no way duplicative of the work performed by other counsel on these matters.

On June 7, 2019, the Co-Plaintiffs in these avoidance actions filed a motion [Docket No. 7325] seeking approval of, among other things, procedures establishing a framework for streamlined execution of settlement agreements and procedures and guidelines for resolving the avoidance actions through a voluntary mediation process. On August 12, 2019, the Court entered an “*Order Granting Omnibus Motion by the Financial Oversight and Management Board for Puerto Rico, acting by and through the Members of the Special Claims Committee and the Official Committee of Unsecured Creditors to (i) Establish Litigation Case Management Procedures and (ii) Establish Procedures for Approval of Settlements.*” On December 6, 2019, the Court entered an “*Order Granting Omnibus Motion to Extend Deadlines in Order Granting Omnibus Motion by the Financial Oversight and Management Board for Puerto Rico, acting by and through the Members of the Special Claims Committee and the Official Committee of Unsecured Creditors to (i) Establish Litigation Case Management Procedures and (ii) Establish Procedures for Approval of Settlements.*”

1. Staffing Plan

Category of timekeeper (using categories maintained by the firm)	Number of timekeepers expected to work on the matter during the budget period	Average hourly rate for period February 1, 2021 through February 28, 2021	Average hourly rate for period February 1, 2021 through February 28, 2021 (net of 20% reduction)
Partner (20+ Years)	2	\$575	\$460
Partner (10+ Years)	2	\$500	\$400
Associate	2	\$375	\$300
Paraprofessionals	2	\$195	\$156

2. Sub-Budget

U.S. Trustee Task Code and Project Category	Estimated Hours for Period February 1, 2021 through February 28, 2021
B191 General Litigation	10
<b>TOTAL HOURS</b>	<b>10</b>

C. Currently Stayed Co-Plaintiff Adversary Proceedings

The Committee has been appointed as Co-Plaintiff/Co-Trustee with the Oversight Board or the members of the Special Claims Committee as to certain Adversary Proceedings. GJB represents the Committee as Special Litigation counsel in a subset of these adversary proceedings. Pursuant

to the March 10, 2020 Final Order Regarding (A) Stay Period, (B) Mandatory Mediation, and (c) Certain Deadlines Related Thereto the Court extended the stay. These matters are identified as follows:

- Four adversary proceedings seeking, among other things, declaratory judgments that the pertinent challenged GO bonds were issued in violation of the Constitution of Puerto Rico and to recover fraudulent transfers made on account of GO bonds that were not validly issued [Adv. Proc. No. 19-281, Adv. Proc. No. 19-282, Adv. Proc. No. 19-283, and Adv. Proc. No. 19-288]. These matters are stayed pending the decision on the Confirmation of the Amended Plan of Adjustment; and
- One adversary proceedings challenging liens asserted by certain holders of HTA bonds [Adv. Proc. No. 19-364]. These matters remain stayed until such time as the Court orders the stay lifted or a plan of adjustment is confirmed for HTA.

Accordingly, GJB does not expect to expend any significant time on these adversary proceedings during the month of April other than minor administrative and/or procedural work, including responding to inquiries from defendants and assisting Brown Rudnick and Proskauer, in general administration of these cases.

Also, on December 19, 2019, Judge Swain approved a briefing and hearing schedule with respect to motion to dismiss practice related to the GO Lien Challenge. This was stayed pending confirmation of the Amended Plan, pursuant to March 10, 2020 *Final Order Regarding (A) Stay Period, (B) Mandatory Mediation, and (c) Certain Deadlines Related Thereto*. GJB's involvement in the GO Lien Challenge is limited to one adversary listed below.

- One adversary proceeding challenging liens asserted by certain holders of GO bonds [Adv. Proc. No. 19-297].

GJB's involvement in the GO Lien Challenge is expected to be minimal.

1. Staffing Plan

Category of timekeeper (using categories maintained by the firm)	Number of timekeepers expected to work on the matter during the budget period	Average hourly rate for period February 1, 2021 through February 28, 2021	Average hourly rate for period February 1, 2021 through February 28, 2021 (net of 20% reduction)
Partner (20+ Years)	2	\$575	\$460
Partner (10+ Years)	2	\$500	\$400
Associate	2	\$375	\$300
Paraprofessionals	2	\$195	\$156

2. Sub-Budget

<b>U.S. Trustee Task Code and Project Category</b>	<b>Estimated Hours for Period February 1, 2021 through February 28, 2021</b>
B191 General Litigation	10
<b>TOTAL HOURS</b>	<b>10</b>

**D. ERS Lien Co-Plaintiff Adversary Proceedings**

Proskauer Rose LLP, as counsel to the Oversight Board, has primary responsibility for the adversary proceedings seeking, among other things, declarations on the scope of the liens purportedly securing the ERS bonds [Adv. Proc. No. 19-366 and Adv. Proc. No. 19-367]. GJB is counsel of record for the Committee in Adv. Proc. No. 19-367. These matters had been stayed pursuant to the August 25<sup>th</sup>, 2019 Order, but on October 24, 2019, the Court approved a scheduling order regarding discovery and summary judgment briefing on the lien scope issues and *ultra vires* issues with respect to the ERS bonds and lifted the stay. Accordingly, (a) the lien scope litigation, *i.e.*, Adv. Proc. No. 19-366 and Adv. Proc. No. 19-367 and (b) Count I of the complaints seeking declarations that the pertinent ERS bonds were issued *ultra vires* and, thus, are null and void, *i.e.*, Adv. Proc. No. 19-355, Adv. Proc. No. 19-356, Adv. Proc. No. 19-357, Adv. Proc. No. 19-359, and Adv. Proc. No. 19-361 were unstayed. GJB's involvement in the lien scope litigation is expected to be minimal and limited to Adv. Proc. No. 19-367.

In connection with the *ultra vires* objection to the ERS Bonds, GJB anticipates it will continue to be involved in certain discovery and briefing issues on a limited basis during the month of April.

1. Staffing Plan

<b>Category of timekeeper (using categories maintained by the firm)</b>	<b>Number of timekeepers expected to work on the matter during the budget period</b>	<b>Average hourly rate for period February 1, 2021 through February 28, 2021</b>	<b>Average hourly rate for period February 1, 2021 through February 28, 2021 (net of 20% reduction)</b>
<b>Partner (20+ Years)</b>	2	\$575	\$460
<b>Partner (10+ Years)</b>	2	\$500	\$400
<b>Associate</b>	2	\$375	\$300
<b>Paraprofessionals</b>	2	\$195	\$156

2. Sub-Budget

<b>U.S. Trustee Task Code and Project Category</b>	<b>Estimated Hours for Period February 1, 2021 through February 28, 2021</b>
B191 General Litigation	15
<b>TOTAL HOURS</b>	<b>10</b>

E. Contested Matters.

GJB represents the Committee with respect to several issues, including the following: the Adversary Defendants motion to participate in the GO Bond Claim Objections (and related mediation process); proceedings relating to terminating the PREPA RSA; and anticipated, litigated contested matters that are currently under advisement by the Committee. GJB anticipates its involvement in these matters as it relates to conflict issues.

1. Staffing Plan

<b>Category of timekeeper (using categories maintained by the firm)</b>	<b>Number of timekeepers expected to work on the matter during the budget period</b>	<b>Average hourly rate for period February 1, 2021 through February 28, 2021</b>	<b>Average hourly rate for period February 1, 2021 through February 28, 2021 (net of 20% reduction)</b>
Partner (20+ Years)	3	\$645	\$516
Partner (10+ Years)	2	\$525	\$420
Associate	4	\$375	\$300
Paraprofessionals	2	\$195	\$156

2. Sub-Budget

<b>U.S. Trustee Task Code and Project Category</b>	<b>Estimated Hours for Period February 1, 2021 through February 28, 2021</b>
B190 Other Contested Matters	10
<b>TOTAL HOURS</b>	<b>10</b>

## GENERAL STAFFING PLAN

**Period Covered:** February 1, 2021 through February 28, 2021<sup>4</sup>

<b>Category of timekeeper (using categories maintained by the firm)</b>	<b>Number of timekeepers expected to work on the matter during the budget period</b>	<b>Average hourly rate for period February 1, 2021 through February 28, 2021</b>	<b>Average hourly rate for period February 1, 2021 through February 28, 2021 (net of 20% reduction)</b>
<b>Partner (20+ Years)</b>	5	\$615	\$492
<b>Partner (10+ Years)</b>	2	\$525	\$420
<b>Associate</b>	4	\$375	\$300
<b>Paraprofessionals</b>	2	\$195	\$156

<sup>4</sup> Unless otherwise indicated in this budget, this proposed staffing plan is based on the following assumptions: (i) no additional title III cases or adversary proceedings will be commenced during the budget period; (ii) no plan of adjustment will be filed during the budget period; (iii) no adversary proceedings will require discovery and trial preparation; and (iv) all adversary proceedings in which the Committee has intervened and/or sought to intervene will only involve briefing and hearings on motions to dismiss and/or pretrial proceedings. In addition, it is impossible to predict how many hours will be required to prosecute contested matters where GJB is asked to participate as conflicts counsel. Thus, this proposed budget may be materially different from the work actually performed. For instance, discovery disputes may lead to extensive litigation. Similarly, the Committee may need to respond to motions that are not and cannot be anticipated. At this time, the proposed budget is speculative. The proposed amended budget has been revised to account for the stay of litigation and other proceedings.

Case Name and Number: 17 BK 3283-LTS (Jointly Administered)  
Applicant's Name: Genovese, Joblove & Battista, P.A., as Special Litigation Counsel to the Official Committee Of Unsecured Creditors Of The Commonwealth Of Puerto Rico, *et al.*

## **BUDGET**

**Period Covered:** March 1, 2021 through March 31, 2021<sup>1</sup>

<b>U.S. Trustee Task Code and Project Category</b>	<b>Estimated Hours for Period March 1, 2021 through March 31, 2021</b>
B110 Case Administration  <i>Notes: This task code includes general case strategy and planning, case management, internal Committee matters, internal meetings, and meetings with Paul Hastings.</i>  <i>Two month trailing average ± 16.5</i>	18
B112 General Creditor Inquiries  <i>Two month trailing average 0</i>	0
B113 Pleadings Review  <i>Notes: This task code includes review of relevant pleadings in the title III cases as well as all related adversary proceedings. GJB will focus its review on matters that impact its scope of work.</i>  <i>Two month trailing average ± 29.2</i>	30
B120 Asset Analysis and Recovery  <i>Two month trailing average 0</i>	0
B130 Asset Disposition  <i>Two month trailing average 0</i>	0

<sup>1</sup> Unless otherwise indicated, this proposed budget is based on the following assumptions: (i) no additional title III cases or adversary proceedings will be commenced during the budget period; (ii) no new plan of adjustment will be filed during the budget period; (iii) no adversary proceedings will require discovery and trial preparation; and (iv) all adversary proceedings in which the Committee has intervened and/or sought to intervene will only involve briefing and hearings on motions to dismiss, motions to stay, and/or pretrial proceedings. In addition, it is impossible to predict how many hours will be required to prosecute contested matters where GJB is asked to participate as conflicts counsel. Thus, this proposed budget may be materially different from the work actually performed. For instance, discovery disputes may lead to extensive litigation. Similarly, the Committee may need to respond to motions that are not and cannot be anticipated. At this time, the proposed budget is speculative. The proposed budget has been revised to account for the March 10, 2020 Final Order Regarding (A) Stay Period, (B) Mandatory Mediation, and (c) Certain Deadlines Related Thereto, (as amended and modified by subsequent orders) with regard to several adversary proceedings for which the Committee has been appointed as co-plaintiff/co-trustee with the Oversight Board or the members of the Special Claims Committee.

B140 Relief from Stay / Adequate Protection Proceedings <i>Two month trailing average</i> 0	0
B150 Meetings of Creditors' Committee and Communications with Creditors  <i>Notes: This task code includes time spent on telephone conferences, meetings, and other communications with the Committee, including preparation for such calls and meetings. GJB will focus its participation on matters that impact its scope of work and avoid unnecessary duplication with Paul Hastings.</i> <i>Two month trailing average ± 5</i>	8
B155 Court Hearings  <i>Notes: This task codes includes time spent in court hearings in the title III cases and the related adversary proceedings. This task code also includes time spent preparing for such hearings. GJB will focus its participation on matters that impact its scope of work and avoid unnecessary duplication with Paul Hastings and the Special Claims Committee.</i> <i>Two month trailing average ± 6</i>	4
B160 Employment / Fee Applications  <i>Notes: This task code includes time spent on complying with the interim compensation order, including preparing GJB's fee statements, as well as responding to inquiries from the fee examiner related thereto.</i> <i>Two month trailing average ± 13.8</i>	11
B161 Budgeting (Case)  <i>Notes: This task code includes time spent on preparing GJB's monthly budgets, as required by the fee examiner.</i> <i>Two month trailing average ± 2.8</i>	2
B165 Fee and Employment Applications of Other Professionals  <i>Notes: This task code includes time spent on reviewing fee and retention applications of other professionals in these title III cases only as it relates to (i) committee professionals operating at the direction of GJB as conflicts counsel; or (ii) where matters principally handled by GJB are implicated.</i> <i>Two month trailing average 0</i>	0

B170 Fee and Employment Objections  <i>Notes: This task code includes time spent on preparing or responding to objections to fee and retention applications.</i>	<i>Two month trailing average</i> 0	3
B180 Avoidance Action Analysis  <i>Notes: This task code includes time spent on analyzing potential claims for avoidance, including preferential transfers and fraudulent transfers as well as requests for settlement that are impacted by such claims. GJB will focus its participation on matters that impact its scope of work and avoid unnecessary duplication with Paul Hastings or other counsel handling such matters for the Committee or the Special Claims Committee, to the extent it is a Co-Plaintiff.</i>	<i>Two month trailing average</i> 0	0
B185 Assumption / Rejection of Leases and Contracts  <i>Notes: This task code includes time spent on analyzing issues related to the assumption or rejection of executory contracts and unexpired leases. GJB's role in this category is limited to instances, if any, where Paul Hastings may have a conflict.</i>	<i>Two month trailing average</i> 0	0
B190 Other Contested Matters  <i>Notes: This task code includes time spent on all contested matters in the Title III cases. GJB's role in this category is limited to instances, if any, where Paul Hastings may have a conflict. GJB anticipates potential main case litigation concerning matters where Paul Hastings has identified conflicts with parties that may become potentially adverse to the Committee. Further, adverse and interested parties to litigation initiated by GJB on behalf of the Committee have sought to participate in main case issues, including claims objections. Currently, the disputes in which GJB has primary responsibility are limited in scope due to the stay orders in effect.</i>	<i>Two month trailing average</i> ± 3.5	10

<p>191 General Litigation (including Commonwealth litigation, mediation process, and handling of adversary proceedings)</p> <p><i>Notes: GJB anticipates briefing and motion practice relating to the class action plaintiffs' pending declaratory judgment action against PREPA with respect to the right to proceed against the Fuel Oil Defendants during the upcoming period.</i></p> <p><i>GJB anticipates continued prosecution of causes of action with the Oversight Board/Special Claims Committee regarding any conflicts regarding prosecution of the ERS lien challenges as modified by the ERS Scheduling Order.</i></p> <p><i>GJB anticipates continued, limited briefing relating to motion practice relating to pending adversary proceedings and continued discovery as to those limited issues excepted from the Stay or pursuant to the March 10, 2020 Final Order Regarding (A) Stay Period, (B) Mandatory Mediation, and (c) Certain Deadlines Related Thereto</i></p> <p><i>This task code includes all adversary proceedings, which consist of (a) the joint prosecution of causes of action together with Oversight Board/Special Claims Committee in 22 separate lawsuits, and (b) monitoring other adversary proceedings and litigation. GJB's role in this category is limited to those adversary proceedings in which GJB has appeared as and is the lead counsel for the Committee. This role may require coordination with other counsel in related matters concerning global legal issues. Currently, many of these matters are stayed pursuant to Court orders in effect.</i></p>	<p>Two month trailing average ± 120</p>	<p>155</p>
<p>B195 Non-Working Travel<sup>2</sup></p> <p><i>Notes: This task code includes time spent on non-working travel, including to court hearings and Committee meetings in San Juan, Boston and New York City, although attendance will be limited if required due to a conflict on behalf of Paul Hastings.</i></p>	<p>Two month trailing average 0</p>	<p>0</p>

<sup>2</sup> The firm charges one-half a timekeeper's normal billing rate for any time incurred on account of non-working travel.

B210 Debtors' Financial Information and Operations/Fiscal Plan	
<i>Notes: This task code includes time spent reviewing and analyzing the Debtors' fiscal plans and related matters. GJB is role in this category is limited to instances, if any, where Paul Hastings may have a conflict or where GJB may need to familiarize itself with matters that may impact litigation where GJB is serving as conflicts counsel to the Committee.</i>	
<i>Two month trailing average</i>	0
B220 Employee Benefits/Pensions	
<i>Two month trailing average</i>	0
B230 Financing / Cash Collections	
<i>Two month trailing average</i>	0
B231 Security Document Analysis	
<i>Two month trailing average</i>	0
B260 Meetings of and Communications with Debtors/Oversight Board	
<i>Notes: This task code includes time spent on meeting and communicating with the Debtors, the Oversight Board, and their respective advisors. GJB anticipates significant collaboration with the Special Claims Committee of the FOMB on matters GJB has appears as conflicts counsel, with increased interaction due to briefing schedules in pending matters .</i>	
<i>Two month trailing average ± 1</i>	5
B261 Investigations	
<i>Two month trailing average</i>	0

B310 Claims Administration and Objections	<p><i>Notes: This task code includes time spent on matters related to claims administration, including time spent on investigating potential challenges to claims, including, most notably, the challenge to the GO bond claims and the ERS bond claims. This task code also includes time spent on analyzing the pool of unsecured claims against the Debtors. GJB's role in this category is limited to instances, if any, where Paul Hastings may have a conflict.</i></p> <p><i>Two month trailing average 0</i></p>	3
B320 Plan and Disclosure Statement	<p><i>Notes: This task code includes time spent on matters related to a potential plan of adjustment for the title III Debtors. GJB will focus its participation on matters that impact its scope of work and avoid unnecessary duplication with Paul Hastings. Given the Oversight Board's anticipated filing of an amended Commonwealth plan of adjustment and disclosure statement, GJB anticipates spending time familiarizing itself with matters that may impact litigation where GJB is serving as conflicts counsel to the Committee.</i></p> <p><i>We are expecting an increase in plan-related work during the month of March because the Oversight Board will announce the terms of a new plan on March 8, 2021.</i></p> <p><i>Two month trailing average 0</i></p>	25

B420 Restructurings	
<i>Notes: This task code includes time spent on general restructuring matters, including an anticipated amendment Commonwealth Plan of Adjustment and Disclosure Statement, and matters related to the pending PREPA RSA) and the related 9019 motion. GJB anticipates continued involvement in these matters to the extent that Paul Hastings is conflicted from the representation</i>	
Two month trailing average	0
<b>TOTAL HOURS</b>	<b>274</b>
<b>TOTAL ESTIMATED FEE<sup>3</sup></b>	<b>\$141,129.18</b>
<b>MINUS 20% REDUCTION</b>	<b>\$28,225.87</b>
<b>TOTAL ESTIMATED FEE (NET OF REDUCTION)</b>	<b>\$112,903.31</b>

**ADDITIONAL STAFFING PLANS (INCL. SUB-BUDGETS)  
FOR MATTERS JOINTLY PURSUED BY OVERSIGHT BOARD AND COMMITTEE**

**Period Covered:** March 1, 2021 through March 31, 2021

**A. Adversary Proceedings Against Financial Parties, Fuel Oil Defendants, and Other Proceedings**

Genovese Joblove & Battista PA., (“GJB” or “Firm”) as the Committee’s special litigation counsel, represents the Committee with respect to two (2) principal adversary proceedings against: (a) numerous underwriters and other financial target parties involved in the issuance of Commonwealth bonds [Adv. Proc. No. 19-280-LTS]; and (b) the claims of PREPA against fuel oil suppliers and laboratories to avoid certain fraudulent transfers [Adv. Pro. No. 19-388-LTS].

Pursuant to the Order entered on December 10, 2019, the litigation in Adv. Proc. No. 19-00388 was stayed through August 17, 2020 at which time a joint status report was issued. The Defendants responded and the issues were briefed for hearing on September 16, 2020, but not heard, and remain under advisement. The remaining issue is the intervention of the Marrero Class Action Plaintiffs, which the parties have agreed to resolve in the Marrero Class Action Plaintiffs’ complaint to declare its right to pursue the claims against the Fuel Oil defendants in Adv. Pro. No. 20-00115. The latest revised briefing schedule anticipates a motion to dismiss by March 2, 2021 with further briefing and a hearing on June 16, 2021. The parties are currently in the meet and confer phase of the motion practice. Pending that resolution, on December 14, 2020 the Court has extended the stay in Adv. Pro. No. 19-388.

The stay relating to Adv. Proc. No. 19-280 was set to expire in April 2020, but the March 10, 2020 *Final Order Regarding (A) Stay Period, (B) Mandatory Mediation, and (c) Certain Deadlines*

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<sup>3</sup> Assumes Blended Rate of \$515.07

*Related Thereto* stays the proceedings pending a decision on confirmation. GJB is also involved in the evaluation and if warranted, litigation of, a lawsuit filed by certain monoline insurers to assert claims against the same defendants sued by the Committee in Adv. Proc. No. 19-280-LTS, which monoline suit has been removed to the PROMESA proceedings.

1. Staffing Plan

Category of timekeeper (using categories maintained by the firm)	Number of timekeepers expected to work on the matter during the budget period	Average hourly rate for period March 1, 2021 through March 31, 2021	Average hourly rate for period March 1, 2021 through March 31, 2021 (net of 20% reduction)
Partner (20+ Years)	2	\$680	\$544
Partner (10+ Years)	2	\$525	\$420
Associate	4	\$375	\$300
Paraprofessionals	2	\$195	\$156

2. Sub-Budget

U.S. Trustee Task Code and Project Category	Estimated Hours for Period March 1, 2021 through March 31, 2021
B191 General Litigation	120
<b>TOTAL HOURS</b>	<b>155</b>

B. Garden-Variety Avoidance Actions

GJB represents the Committee with respect to limited “garden-variety” avoidance actions [Adv. Proc. Nos. 19-267, 19-275-279] against entities that received preferential and fraudulent transfers before the petition date. Casillas, Santiago & Torres LLC, the Committee’s local counsel, represents the Committee with respect to the balance of the “garden-variety” avoidance actions initiated against vendors of the Commonwealth of Puerto Rico [Adv. Proc. Nos. 19-041 to 19-279, Adv. Proc. Nos. 19-347 to 19-354, and additional adversary proceedings to be commenced with respect to PREPA]. However, GJB may, from time-to-time, provide additional assistance to other committee counsel with respect to litigation matters within GJB’s subject matter expertise, but in no way duplicative of the work performed by other counsel on these matters.

On June 7, 2019, the Co-Plaintiffs in these avoidance actions filed a motion [Docket No. 7325]

seeking approval of, among other things, procedures establishing a framework for streamlined execution of settlement agreements and procedures and guidelines for resolving the avoidance actions through a voluntary mediation process. On August 12, 2019, the Court entered an “*Order Granting Omnibus Motion by the Financial Oversight and Management Board for Puerto Rico, acting by and through the Members of the Special Claims Committee and the Official Committee of Unsecured Creditors to (i) Establish Litigation Case Management Procedures and (ii) Establish Procedures for Approval of Settlements.*” On December 6, 2019, the Court entered an “*Order Granting Omnibus Motion to Extend Deadlines in Order Granting Omnibus Motion by the Financial Oversight and Management Board for Puerto Rico, acting by and through the Members of the Special Claims Committee and the Official Committee of Unsecured Creditors to (i) Establish Litigation Case Management Procedures and (ii) Establish Procedures for Approval of Settlements.*”

1. Staffing Plan

Category of timekeeper (using categories maintained by the firm)	Number of timekeepers expected to work on the matter during the budget period	Average hourly rate for period March 1, 2021 through March 31, 2021	Average hourly rate for period March 1, 2021 through March 31, 2021 (net of 20% reduction)
Partner (20+ Years)	2	\$575	\$460
Partner (10+ Years)	2	\$500	\$400
Associate	2	\$375	\$300
Paraprofessionals	2	\$195	\$156

2. Sub-Budget

U.S. Trustee Task Code and Project Category	Estimated Hours for Period March 1, 2021 through March 31, 2021
B191 General Litigation	10
<b>TOTAL HOURS</b>	<b>155</b>

C. Currently Stayed Co-Plaintiff Adversary Proceedings

The Committee has been appointed as Co-Plaintiff/Co-Trustee with the Oversight Board or the members of the Special Claims Committee as to certain Adversary Proceedings. GJB represents the Committee as Special Litigation counsel in a subset of these adversary proceedings. Pursuant to the March 10, 2020 Final Order Regarding (A) Stay Period, (B) Mandatory Mediation, and (c) Certain Deadlines Related Thereto the Court extended the stay. These matters are identified as

follows:

- Four adversary proceedings seeking, among other things, declaratory judgments that the pertinent challenged GO bonds were issued in violation of the Constitution of Puerto Rico and to recover fraudulent transfers made on account of GO bonds that were not validly issued [Adv. Proc. No. 19-281, Adv. Proc. No. 19-282, Adv. Proc. No. 19-283, and Adv. Proc. No. 19-288]. These matters are stayed pending the decision on the Confirmation of the Amended Plan of Adjustment; and
- One adversary proceedings challenging liens asserted by certain holders of HTA bonds [Adv. Proc. No. 19-364]. These matters remain stayed until such time as the Court orders the stay lifted or a plan of adjustment is confirmed for HTA.

Accordingly, GJB does not expect to expend any significant time on these adversary proceedings during the month of April other than minor administrative and/or procedural work, including responding to inquiries from defendants and assisting Brown Rudnick and Proskauer, in general administration of these cases.

Also, on December 19, 2019, Judge Swain approved a briefing and hearing schedule with respect to motion to dismiss practice related to the GO Lien Challenge. This was stayed pending confirmation of the Amended Plan, pursuant to March 10, 2020 *Final Order Regarding (A) Stay Period, (B) Mandatory Mediation, and (c) Certain Deadlines Related Thereto*. GJB's involvement in the GO Lien Challenge is limited to one adversary listed below.

- One adversary proceeding challenging liens asserted by certain holders of GO bonds [Adv. Proc. No. 19-297].

GJB's involvement in the GO Lien Challenge is expected to be minimal.

1. Staffing Plan

Category of timekeeper (using categories maintained by the firm)	Number of timekeepers expected to work on the matter during the budget period	Average hourly rate for period March 1, 2021 through March 31, 2021	Average hourly rate for period March 1, 2021 through March 31, 2021 (net of 20% reduction)
Partner (20+ Years)	2	\$575	\$460
Partner (10+ Years)	2	\$500	\$400
Associate	2	\$375	\$300
Paraprofessionals	2	\$195	\$156

2. Sub-Budget

U.S. Trustee Task Code and Project Category	Estimated Hours for Period March 1, 2021 through March 31, 2021
B191 General Litigation	10
<b>TOTAL HOURS</b>	<b>155</b>

D. ERS Lien Co-Plaintiff Adversary Proceedings

Proskauer Rose LLP, as counsel to the Oversight Board, has primary responsibility for the adversary proceedings seeking, among other things, declarations on the scope of the liens purportedly securing the ERS bonds [Adv. Proc. No. 19-366 and Adv. Proc. No. 19-367]. GJB is counsel of record for the Committee in Adv. Proc. No. 19-367. These matters had been stayed pursuant to the August 25<sup>th</sup>, 2019 Order, but on October 24, 2019, the Court approved a scheduling order regarding discovery and summary judgment briefing on the lien scope issues and *ultra vires* issues with respect to the ERS bonds and lifted the stay. Accordingly, (a) the lien scope litigation, *i.e.*, Adv. Proc. No. 19-366 and Adv. Proc. No. 19-367 and (b) Count I of the complaints seeking declarations that the pertinent ERS bonds were issued *ultra vires* and, thus, are null and void, *i.e.*, Adv. Proc. No. 19-355, Adv. Proc. No. 19-356, Adv. Proc. No. 19-357, Adv. Proc. No. 19-359, and Adv. Proc. No. 19-361 were unstayed. GJB's involvement in the lien scope litigation is expected to be minimal and limited to Adv. Proc. No. 19-367.

In connection with the *ultra vires* objection to the ERS Bonds, GJB anticipates it will continue to be involved in certain discovery and briefing issues on a limited basis during the month of April.

1. Staffing Plan

Category of timekeeper (using categories maintained by the firm)	Number of timekeepers expected to work on the matter during the budget period	Average hourly rate for period March 1, 2021 through March 31, 2021	Average hourly rate for period March 1, 2021 through March 31, 2021 (net of 20% reduction)
Partner (20+ Years)	2	\$575	\$460
Partner (10+ Years)	2	\$500	\$400
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Paraprofessionals	2	\$195	\$156

2. Sub-Budget

<b>U.S. Trustee Task Code and Project Category</b>	<b>Estimated Hours for Period March 1, 2021 through March 31, 2021</b>
B191 General Litigation	15
<b>TOTAL HOURS</b>	<b>155</b>

E. Contested Matters.

GJB represents the Committee with respect to several issues, including the following: the Adversary Defendants motion to participate in the GO Bond Claim Objections (and related mediation process); proceedings relating to terminating the PREPA RSA; and anticipated, litigated contested matters that are currently under advisement by the Committee. GJB anticipates its involvement in these matters as it relates to conflict issues.

1. Staffing Plan

<b>Category of timekeeper (using categories maintained by the firm)</b>	<b>Number of timekeepers expected to work on the matter during the budget period</b>	<b>Average hourly rate for period March 1, 2021 through March 31, 2021</b>	<b>Average hourly rate for period March 1, 2021 through March 31, 2021 (net of 20% reduction)</b>
Partner (20+ Years)	3	\$645	\$516
Partner (10+ Years)	2	\$525	\$420
Associate	4	\$375	\$300
Paraprofessionals	2	\$195	\$156

2. Sub-Budget

<b>U.S. Trustee Task Code and Project Category</b>	<b>Estimated Hours for Period March 1, 2021 through March 31, 2021</b>
B190 Other Contested Matters	10
<b>TOTAL HOURS</b>	<b>10</b>

## GENERAL STAFFING PLAN

**Period Covered:** March 1, 2021 through March 31, 2021<sup>4</sup>

<b>Category of timekeeper (using categories maintained by the firm)</b>	<b>Number of timekeepers expected to work on the matter during the budget period</b>	<b>Average hourly rate for period March 1, 2021 through March 31, 2021</b>	<b>Average hourly rate for period March 1, 2021 through March 31, 2021 (net of 20% reduction)</b>
<b>Partner (20+ Years)</b>	5	\$615	\$492
<b>Partner (10+ Years)</b>	2	\$525	\$420
<b>Associate</b>	4	\$375	\$300
<b>Paraprofessionals</b>	2	\$195	\$156

<sup>4</sup> Unless otherwise indicated in this budget, this proposed staffing plan is based on the following assumptions: (i) no additional title III cases or adversary proceedings will be commenced during the budget period; (ii) no plan of adjustment will be filed during the budget period; (iii) no adversary proceedings will require discovery and trial preparation; and (iv) all adversary proceedings in which the Committee has intervened and/or sought to intervene will only involve briefing and hearings on motions to dismiss and/or pretrial proceedings. In addition, it is impossible to predict how many hours will be required to prosecute contested matters where GJB is asked to participate as conflicts counsel. Thus, this proposed budget may be materially different from the work actually performed. For instance, discovery disputes may lead to extensive litigation. Similarly, the Committee may need to respond to motions that are not and cannot be anticipated. At this time, the proposed budget is speculative. The proposed amended budget has been revised to account for the stay of litigation and other proceedings.

Case Name and Number: 17 BK 3283-LTS (Jointly Administered)  
Applicant's Name: Genovese, Joblove & Battista, P.A., as Special Litigation Counsel to the Official Committee Of Unsecured Creditors Of The Commonwealth Of Puerto Rico, *et al.*

## BUDGET

**Period Covered:** April 1, 2021 through April 30, 2021<sup>1</sup>

<b>U.S. Trustee Task Code and Project Category</b>	<b>Estimated Hours for Period April 1, 2021 through April 30, 2021</b>
B110 Case Administration  <i>Notes: This task code includes general case strategy and planning, case management, internal Committee matters, internal meetings, and meetings with Paul Hastings.</i>  <i>Two month trailing average ± 14.5</i>	16
B112 General Creditor Inquiries  <i>Two month trailing average 0</i>	0
B113 Pleadings Review  <i>Notes: This task code includes review of relevant pleadings in the title III cases as well as all related adversary proceedings. GJB will focus its review on matters that impact its scope of work.</i>  <i>Two month trailing average ± 28.1</i>	30
B120 Asset Analysis and Recovery  <i>Two month trailing average 0</i>	0

<sup>1</sup> Unless otherwise indicated, this proposed budget is based on the following assumptions: (i) no additional title III cases or adversary proceedings will be commenced during the budget period; (ii) no new plan of adjustment will be filed during the budget period; (iii) no adversary proceedings will require discovery and trial preparation; and (iv) all adversary proceedings in which the Committee has intervened and/or sought to intervene will only involve briefing and hearings on motions to dismiss, motions to stay, and/or pretrial proceedings. In addition, it is impossible to predict how many hours will be required to prosecute contested matters where GJB is asked to participate as conflicts counsel. Thus, this proposed budget may be materially different from the work actually performed. For instance, discovery disputes may lead to extensive litigation. Similarly, the Committee may need to respond to motions that are not and cannot be anticipated. At this time, the proposed budget is speculative. The proposed budget has been revised to account for the March 10, 2020 Final Order Regarding (A) Stay Period, (B) Mandatory Mediation, and (c) Certain Deadlines Related Thereto, (as amended and modified by subsequent orders) with regard to several adversary proceedings for which the Committee has been appointed as co-plaintiff/co-trustee with the Oversight Board or the members of the Special Claims Committee.

B130 Asset Disposition <i>Two month trailing average</i> 0	0
B140 Relief from Stay / Adequate Protection Proceedings <i>Two month trailing average</i> 0	0
B150 Meetings of Creditors' Committee and Communications with Creditors <i>Notes: This task code includes time spent on telephone conferences, meetings, and other communications with the Committee, including preparation for such calls and meetings. GJB will focus its participation on matters that impact its scope of work and avoid unnecessary duplication with Paul Hastings.</i> <i>Two month trailing average</i> ± 2	6
B155 Court Hearings <i>Notes: This task codes includes time spent in court hearings in the title III cases and the related adversary proceedings. This task code also includes time spent preparing for such hearings. GJB will focus its participation on matters that impact its scope of work and avoid unnecessary duplication with Paul Hastings and the Special Claims Committee.</i> <i>Two month trailing average</i> ± 6	4
B160 Employment / Fee Applications <i>Notes: This task code includes time spent on complying with the interim compensation order, including preparing GJB's fee statements, as well as responding to inquiries from the fee examiner related thereto.</i> <i>Two month trailing average</i> ± 4.2	7
B161 Budgeting (Case) <i>Notes: This task code includes time spent on preparing GJB's monthly budgets, as required by the fee examiner.</i> <i>Two month trailing average</i> ± 2.3	2

B165 Fee and Employment Applications of Other Professionals  <i>Notes: This task code includes time spent on reviewing fee and retention applications of other professionals in these title III cases only as it relates to (i) committee professionals operating at the direction of GJB as conflicts counsel; or (ii) where matters principally handled by GJB are implicated.</i>  <i>Two month trailing average</i> 0	0
B170 Fee and Employment Objections  <i>Notes: This task code includes time spent on preparing or responding to objections to fee and retention applications.</i>  <i>Two month trailing average</i> 0	3
B180 Avoidance Action Analysis  <i>Notes: This task code includes time spent on analyzing potential claims for avoidance, including preferential transfers and fraudulent transfers as well as requests for settlement that are impacted by such claims. GJB will focus its participation on matters that impact its scope of work and avoid unnecessary duplication with Paul Hastings or other counsel handling such matters for the Committee or the Special Claims Committee, to the extent it is a Co-Plaintiff.</i>  <i>Two month trailing average</i> 0	0
B185 Assumption / Rejection of Leases and Contracts  <i>Notes: This task code includes time spent on analyzing issues related to the assumption or rejection of executory contracts and unexpired leases. GJB's role in this category is limited to instances, if any, where Paul Hastings may have a conflict.</i>  <i>Two month trailing average</i> 0	0

B190 Other Contested Matters	
<p><i>Notes: This task code includes time spent on all contested matters in the Title III cases. GJB's role in this category is limited to instances, if any, where Paul Hastings may have a conflict. GJB anticipates potential main case litigation concerning matters where Paul Hastings has identified conflicts with parties that may become potentially adverse to the Committee. Further, adverse and interested parties to litigation initiated by GJB on behalf of the Committee have sought to participate in main case issues, including claims objections. Currently, the disputes in which GJB has primary responsibility are limited in scope due to the stay orders in effect.</i></p> <p><i>Two month trailing average ± 3.5</i></p>	10

<p>191 General Litigation (including Commonwealth litigation, mediation process, and handling of adversary proceedings)</p> <p><i>Notes: GJB anticipates briefing and motion practice relating to the class action plaintiffs' pending declaratory judgment action against PREPA with respect to the right to proceed against the Fuel Oil Defendants during the upcoming period.</i></p> <p><i>GJB anticipates continued prosecution of causes of action with the Oversight Board/Special Claims Committee regarding any conflicts regarding prosecution of the ERS lien challenges as modified by the ERS Scheduling Order.</i></p> <p><i>GJB anticipates continued, limited briefing relating to motion practice relating to pending adversary proceedings and continued discovery as to those limited issues excepted from the Stay or pursuant to the March 10, 2020 Final Order Regarding (A) Stay Period, (B) Mandatory Mediation, and (c) Certain Deadlines Related Thereto</i></p> <p><i>This task code includes all adversary proceedings, which consist of (a) the joint prosecution of causes of action together with Oversight Board/Special Claims Committee in 22 separate lawsuits, and (b) monitoring other adversary proceedings and litigation. GJB's role in this category is limited to those adversary proceedings in which GJB has appeared as and is the lead counsel for the Committee. This role may require coordination with other counsel in related matters concerning global legal issues. Currently, many of these matters are stayed pursuant to Court orders in effect.</i></p>	<p>Two month trailing average ± 70</p>	<p>170</p>
<p>B195 Non-Working Travel<sup>2</sup></p> <p><i>Notes: This task code includes time spent on non-working travel, including to court hearings and Committee meetings in San Juan, Boston and New York City, although attendance will be limited if required due to a conflict on behalf of Paul Hastings.</i></p>	<p>Two month trailing average 0</p>	<p>0</p>

<sup>2</sup> The firm charges one-half a timekeeper's normal billing rate for any time incurred on account of non-working travel.

B210 Debtors' Financial Information and Operations/Fiscal Plan	
<i>Notes: This task code includes time spent reviewing and analyzing the Debtors' fiscal plans and related matters. GJB is role in this category is limited to instances, if any, where Paul Hastings may have a conflict or where GJB may need to familiarize itself with matters that may impact litigation where GJB is serving as conflicts counsel to the Committee.</i>	
<i>Two month trailing average</i>	0
B220 Employee Benefits/Pensions	
<i>Two month trailing average</i>	0
B230 Financing / Cash Collections	
<i>Two month trailing average</i>	0
B231 Security Document Analysis	
<i>Two month trailing average</i>	0
B260 Meetings of and Communications with Debtors/Oversight Board	
<i>Notes: This task code includes time spent on meeting and communicating with the Debtors, the Oversight Board, and their respective advisors. GJB anticipates significant collaboration with the Special Claims Committee of the FOMB on matters GJB has appears as conflicts counsel, with increased interaction due to briefing schedules in pending matters .</i>	
<i>Two month trailing average ± 1</i>	10
B261 Investigations	
<i>Two month trailing average</i>	0

B310 Claims Administration and Objections	<p><i>Notes: This task code includes time spent on matters related to claims administration, including time spent on investigating potential challenges to claims, including, most notably, the challenge to the GO bond claims and the ERS bond claims. This task code also includes time spent on analyzing the pool of unsecured claims against the Debtors. GJB's role in this category is limited to instances, if any, where Paul Hastings may have a conflict.</i></p> <p><i>Two month trailing average 0</i></p>	3
B320 Plan and Disclosure Statement	<p><i>Notes: This task code includes time spent on matters related to a potential plan of adjustment for the title III Debtors. GJB will focus its participation on matters that impact its scope of work and avoid unnecessary duplication with Paul Hastings. Given the Oversight Board's anticipated filing of an amended Commonwealth plan of adjustment and disclosure statement, GJB anticipates spending time familiarizing itself with matters that may impact litigation where GJB is serving as conflicts counsel to the Committee.</i></p> <p><i>We are expecting an increase in plan-related work during the month of March because the Oversight Board will announce the terms of a new plan on March 8, 2021.</i></p> <p><i>Two month trailing average 0</i></p>	25

B420 Restructurings	
<i>Notes: This task code includes time spent on general restructuring matters, including an anticipated amendment Commonwealth Plan of Adjustment and Disclosure Statement, and matters related to the pending PREPA RSA) and the related 9019 motion. GJB anticipates continued involvement in these matters to the extent that Paul Hastings is conflicted from the representation</i>	
Two month trailing average	0
<b>TOTAL HOURS</b>	<b>286</b>
<b>TOTAL ESTIMATED FEE<sup>3</sup></b>	<b>\$147,310.02</b>
<b>MINUS 20% REDUCTION</b>	<b>\$29,462.</b>
<b>TOTAL ESTIMATED FEE (NET OF REDUCTION)</b>	<b>\$117,848.02</b>

**ADDITIONAL STAFFING PLANS (INCL. SUB-BUDGETS)  
FOR MATTERS JOINTLY PURSUED BY OVERSIGHT BOARD AND COMMITTEE**

**Period Covered:** April 1, 2021 through April 30, 2021

**A. Adversary Proceedings Against Financial Parties, Fuel Oil Defendants, and Other Proceedings**

Genovese Joblove & Battista PA., (“GJB” or “Firm”) as the Committee’s special litigation counsel, represents the Committee with respect to two (2) principal adversary proceedings against: (a) numerous underwriters and other financial target parties involved in the issuance of Commonwealth bonds [Adv. Proc. No. 19-280-LTS]; and (b) the claims of PREPA against fuel oil suppliers and laboratories to avoid certain fraudulent transfers [Adv. Pro. No. 19-388-LTS].

Pursuant to the Order entered on December 10, 2019, the litigation in Adv. Proc. No. 19-00388 was stayed through August 17, 2020 at which time a joint status report was issued. The Defendants responded and the issues were briefed for hearing on September 16, 2020, but not heard, and remain under advisement. The remaining issue is the intervention of the Marrero Class Action Plaintiffs, which the parties have agreed to resolve in the Marrero Class Action Plaintiffs’ complaint to declare its right to pursue the claims against the Fuel Oil defendants in Adv. Pro. No. 20-00115. The latest revised briefing schedule anticipates a motion to dismiss by March 2, 2021 with further briefing and a hearing on June 16, 2021. The parties are currently in the meet and confer phase of the motion practice. Pending that resolution, on December 14, 2020 the Court has extended the stay in Adv. Pro. No. 19-388.

The stay relating to Adv. Proc. No. 19-280 was set to expire in April 2020, but the March 10, 2020 *Final Order Regarding (A) Stay Period, (B) Mandatory Mediation, and (c) Certain Deadlines*

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<sup>3</sup> Assumes Blended Rate of \$515.07

*Related Thereto* stays the proceedings pending a decision on confirmation. GJB is also involved in the evaluation and if warranted, litigation of, a lawsuit filed by certain monoline insurers to assert claims against the same defendants sued by the Committee in Adv. Proc. No. 19-280-LTS, which monoline suit has been removed to the PROMESA proceedings.

1. Staffing Plan

Category of timekeeper (using categories maintained by the firm)	Number of timekeepers expected to work on the matter during the budget period	Average hourly rate for period April 1, 2021 through April 30, 2021	Average hourly rate for period April 1, 2021 through April 30, 2021 (net of 20% reduction)
Partner (20+ Years)	2	\$680	\$544
Partner (10+ Years)	2	\$525	\$420
Associate	4	\$375	\$300
Paraprofessionals	2	\$195	\$156

2. Sub-Budget

U.S. Trustee Task Code and Project Category	Estimated Hours for Period April 1, 2021 through April 30, 2021
B191 General Litigation	135
<b>TOTAL HOURS</b>	<b>170</b>

B. Garden-Variety Avoidance Actions

GJB represents the Committee with respect to limited “garden-variety” avoidance actions [Adv. Proc. Nos. 19-267, 19-275-279] against entities that received preferential and fraudulent transfers before the petition date. Casillas, Santiago & Torres LLC, the Committee’s local counsel, represents the Committee with respect to the balance of the “garden-variety” avoidance actions initiated against vendors of the Commonwealth of Puerto Rico [Adv. Proc. Nos. 19-041 to 19-279, Adv. Proc. Nos. 19-347 to 19-354, and additional adversary proceedings to be commenced with respect to PREPA]. However, GJB may, from time-to-time, provide additional assistance to other committee counsel with respect to litigation matters within GJB’s subject matter expertise, but in no way duplicative of the work performed by other counsel on these matters.

On June 7, 2019, the Co-Plaintiffs in these avoidance actions filed a motion [Docket No. 7325]

seeking approval of, among other things, procedures establishing a framework for streamlined execution of settlement agreements and procedures and guidelines for resolving the avoidance actions through a voluntary mediation process. On August 12, 2019, the Court entered an “*Order Granting Omnibus Motion by the Financial Oversight and Management Board for Puerto Rico, acting by and through the Members of the Special Claims Committee and the Official Committee of Unsecured Creditors to (i) Establish Litigation Case Management Procedures and (ii) Establish Procedures for Approval of Settlements.*” On December 6, 2019, the Court entered an “*Order Granting Omnibus Motion to Extend Deadlines in Order Granting Omnibus Motion by the Financial Oversight and Management Board for Puerto Rico, acting by and through the Members of the Special Claims Committee and the Official Committee of Unsecured Creditors to (i) Establish Litigation Case Management Procedures and (ii) Establish Procedures for Approval of Settlements.*”

1. Staffing Plan

Category of timekeeper (using categories maintained by the firm)	Number of timekeepers expected to work on the matter during the budget period	Average hourly rate for period April 1, 2021 through April 30, 2021	Average hourly rate for period April 1, 2021 through April 30, 2021 (net of 20% reduction)
Partner (20+ Years)	2	\$575	\$460
Partner (10+ Years)	2	\$500	\$400
Associate	2	\$375	\$300
Paraprofessionals	2	\$195	\$156

2. Sub-Budget

U.S. Trustee Task Code and Project Category	Estimated Hours for Period April 1, 2021 through April 30, 2021
B191 General Litigation	10
<b>TOTAL HOURS</b>	<b>170</b>

C. Currently Stayed Co-Plaintiff Adversary Proceedings

The Committee has been appointed as Co-Plaintiff/Co-Trustee with the Oversight Board or the members of the Special Claims Committee as to certain Adversary Proceedings. GJB represents the Committee as Special Litigation counsel in a subset of these adversary proceedings. Pursuant to the March 10, 2020 Final Order Regarding (A) Stay Period, (B) Mandatory Mediation, and (c) Certain Deadlines Related Thereto the Court extended the stay. These matters are identified as

follows:

- Four adversary proceedings seeking, among other things, declaratory judgments that the pertinent challenged GO bonds were issued in violation of the Constitution of Puerto Rico and to recover fraudulent transfers made on account of GO bonds that were not validly issued [Adv. Proc. No. 19-281, Adv. Proc. No. 19-282, Adv. Proc. No. 19-283, and Adv. Proc. No. 19-288]. These matters are stayed pending the decision on the Confirmation of the Amended Plan of Adjustment; and
- One adversary proceedings challenging liens asserted by certain holders of HTA bonds [Adv. Proc. No. 19-364]. These matters remain stayed until such time as the Court orders the stay lifted or a plan of adjustment is confirmed for HTA.

Accordingly, GJB does not expect to expend any significant time on these adversary proceedings during the month of April other than minor administrative and/or procedural work, including responding to inquiries from defendants and assisting Brown Rudnick and Proskauer, in general administration of these cases.

Also, on December 19, 2019, Judge Swain approved a briefing and hearing schedule with respect to motion to dismiss practice related to the GO Lien Challenge. This was stayed pending confirmation of the Amended Plan, pursuant to March 10, 2020 *Final Order Regarding (A) Stay Period, (B) Mandatory Mediation, and (c) Certain Deadlines Related Thereto*. GJB's involvement in the GO Lien Challenge is limited to one adversary listed below.

- One adversary proceeding challenging liens asserted by certain holders of GO bonds [Adv. Proc. No. 19-297].

GJB's involvement in the GO Lien Challenge is expected to be minimal.

1. Staffing Plan

Category of timekeeper (using categories maintained by the firm)	Number of timekeepers expected to work on the matter during the budget period	Average hourly rate for period April 1, 2021 through April 30, 2021	Average hourly rate for period April 1, 2021 through April 30, 2021 (net of 20% reduction)
Partner (20+ Years)	2	\$575	\$460
Partner (10+ Years)	2	\$500	\$400
Associate	2	\$375	\$300
Paraprofessionals	2	\$195	\$156

2. Sub-Budget

U.S. Trustee Task Code and Project Category	Estimated Hours for Period April 1, 2021 through April 30, 2021
B191 General Litigation	10
<b>TOTAL HOURS</b>	<b>170</b>

D. ERS Lien Co-Plaintiff Adversary Proceedings

Proskauer Rose LLP, as counsel to the Oversight Board, has primary responsibility for the adversary proceedings seeking, among other things, declarations on the scope of the liens purportedly securing the ERS bonds [Adv. Proc. No. 19-366 and Adv. Proc. No. 19-367]. GJB is counsel of record for the Committee in Adv. Proc. No. 19-367. These matters had been stayed pursuant to the August 25<sup>th</sup>, 2019 Order, but on October 24, 2019, the Court approved a scheduling order regarding discovery and summary judgment briefing on the lien scope issues and *ultra vires* issues with respect to the ERS bonds and lifted the stay. Accordingly, (a) the lien scope litigation, *i.e.*, Adv. Proc. No. 19-366 and Adv. Proc. No. 19-367 and (b) Count I of the complaints seeking declarations that the pertinent ERS bonds were issued *ultra vires* and, thus, are null and void, *i.e.*, Adv. Proc. No. 19-355, Adv. Proc. No. 19-356, Adv. Proc. No. 19-357, Adv. Proc. No. 19-359, and Adv. Proc. No. 19-361 were unstayed. GJB's involvement in the lien scope litigation is expected to be minimal and limited to Adv. Proc. No. 19-367.

In connection with the *ultra vires* objection to the ERS Bonds, GJB anticipates it will continue to be involved in certain discovery and briefing issues on a limited basis during the month of April.

1. Staffing Plan

Category of timekeeper (using categories maintained by the firm)	Number of timekeepers expected to work on the matter during the budget period	Average hourly rate for period April 1, 2021 through April 30, 2021	Average hourly rate for period April 1, 2021 through April 30, 2021 (net of 20% reduction)
Partner (20+ Years)	2	\$575	\$460
Partner (10+ Years)	2	\$500	\$400
Associate	2	\$375	\$300
Paraprofessionals	2	\$195	\$156

2. Sub-Budget

<b>U.S. Trustee Task Code and Project Category</b>	<b>Estimated Hours for Period April 1, 2021 through April 30, 2021</b>
B191 General Litigation	15
<b>TOTAL HOURS</b>	<b>170</b>

E. Contested Matters.

GJB represents the Committee with respect to several issues, including the following: the Adversary Defendants motion to participate in the GO Bond Claim Objections (and related mediation process); proceedings relating to terminating the PREPA RSA; and anticipated, litigated contested matters that are currently under advisement by the Committee. GJB anticipates its involvement in these matters as it relates to conflict issues.

1. Staffing Plan

<b>Category of timekeeper (using categories maintained by the firm)</b>	<b>Number of timekeepers expected to work on the matter during the budget period</b>	<b>Average hourly rate for period April 1, 2021 through April 30, 2021</b>	<b>Average hourly rate for period April 1, 2021 through April 30, 2021 (net of 20% reduction)</b>
Partner (20+ Years)	3	\$645	\$516
Partner (10+ Years)	2	\$525	\$420
Associate	4	\$375	\$300
Paraprofessionals	2	\$195	\$156

2. Sub-Budget

<b>U.S. Trustee Task Code and Project Category</b>	<b>Estimated Hours for Period April 1, 2021 through April 30, 2021</b>
B190 Other Contested Matters	10
<b>TOTAL HOURS</b>	<b>10</b>

## GENERAL STAFFING PLAN

**Period Covered:** April 1, 2021 through April 30, 2021<sup>4</sup>

<b>Category of timekeeper (using categories maintained by the firm)</b>	<b>Number of timekeepers expected to work on the matter during the budget period</b>	<b>Average hourly rate for period April 1, 2021 through April 30, 2021</b>	<b>Average hourly rate for period April 1, 2021 through April 30, 2021 (net of 20% reduction)</b>
<b>Partner (20+ Years)</b>	5	\$615	\$492
<b>Partner (10+ Years)</b>	2	\$525	\$420
<b>Associate</b>	4	\$375	\$300
<b>Paraprofessionals</b>	2	\$195	\$156

<sup>4</sup> Unless otherwise indicated in this budget, this proposed staffing plan is based on the following assumptions: (i) no additional title III cases or adversary proceedings will be commenced during the budget period; (ii) no plan of adjustment will be filed during the budget period; (iii) no adversary proceedings will require discovery and trial preparation; and (iv) all adversary proceedings in which the Committee has intervened and/or sought to intervene will only involve briefing and hearings on motions to dismiss and/or pretrial proceedings. In addition, it is impossible to predict how many hours will be required to prosecute contested matters where GJB is asked to participate as conflicts counsel. Thus, this proposed budget may be materially different from the work actually performed. For instance, discovery disputes may lead to extensive litigation. Similarly, the Committee may need to respond to motions that are not and cannot be anticipated. At this time, the proposed budget is speculative. The proposed amended budget has been revised to account for the stay of litigation and other proceedings.

Case Name and Number: 17 BK 3283-LTS (Jointly Administered)  
Applicant's Name: Genovese, Joblove & Battista, P.A., as Special Litigation Counsel  
to the Official Committee Of Unsecured Creditors  
Of The Commonwealth Of Puerto Rico, *et al.*

## BUDGET

**Period Covered:** May 1, 2021 through May 31, 2021<sup>1</sup>

U.S. Trustee Task Code and Project Category	Estimated Hours for Period May 1, 2021 through May 31, 2021
<p>B110 Case Administration</p> <p><i>Notes: This task code includes general case strategy and planning, case management, internal Committee matters, internal meetings, and meetings with Paul Hastings.</i></p> <p><i>Prior Monthly Average~ 18</i></p> <p><i>Trailing Two Month Average ~ 13</i></p>	16
<p>B112 General Creditor Inquiries</p> <p><i>Prior Monthly Average~ 0</i></p> <p><i>Trailing Two Month Average ~0</i></p>	0
<p>B113 Pleadings Review</p> <p><i>Notes: This task code includes review of relevant pleadings in the title III cases as well as all related adversary proceedings. GJB will focus its review on matters that impact its scope of work.</i></p> <p><i>Prior Monthly Average~ 41</i></p> <p><i>Trailing Two Month Average ~30</i></p>	30

<sup>1</sup> Unless otherwise indicated, this proposed budget is based on the following assumptions: (i) no additional title III cases or adversary proceedings will be commenced during the budget period; (ii) no new plan of adjustment will be filed during the budget period; (iii) no adversary proceedings will require discovery and trial preparation; and (iv) all adversary proceedings in which the Committee has intervened and/or sought to intervene will only involve briefing and hearings on motions to dismiss, motions to stay, and/or pretrial proceedings. In addition, it is impossible to predict how many hours will be required to prosecute contested matters where GJB is asked to participate as conflicts counsel. Thus, this proposed budget may be materially different from the work actually performed. For instance, discovery disputes may lead to extensive litigation. Similarly, the Committee may need to respond to motions that are not and cannot be anticipated. At this time, the proposed budget is speculative. The proposed budget has been revised to account for the March 10, 2020 Final Order Regarding (A) Stay Period, (B) Mandatory Mediation, and (c) Certain Deadlines Related Thereto, (as amended and modified by subsequent orders) with regard to several adversary proceedings for which the Committee has been appointed as co-plaintiff/co-trustee with the Oversight Board or the members of the Special Claims Committee.

B120 Asset Analysis and Recovery	<i>Prior Monthly Average~0</i> <i>Trailing Two Month Average ~0</i>	0
B130 Asset Disposition	<i>Prior Monthly Average~0</i> <i>Trailing Two Month Average ~0</i>	0
B140 Relief from Stay / Adequate Protection Proceedings	<i>Prior Monthly Average~0</i> <i>Trailing Two Month Average ~0</i>	0
B150 Meetings of Creditors' Committee and Communications with Creditors	<i>Prior Monthly Average~2</i> <i>Trailing Two Month Average ~1</i>	4
B155 Court Hearings	<i>Prior Monthly Average~2</i> <i>Trailing Two Month Average ~1</i>	2
B160 Employment / Fee Applications	<i>Prior Monthly Average~27.50</i> <i>Trailing Two Month Average ~20</i>	11

B161 Budgeting (Case)	
<p><i>Notes: This task code includes time spent on preparing GJB's monthly budgets, as required by the fee examiner.</i></p> <p style="text-align: center;"><i>Prior Monthly Average~2</i>  <i>Trailing Two Month Average ~2</i></p>	2
B165 Fee and Employment Applications of Other Professionals	
<p><i>Notes: This task code includes time spent on reviewing fee and retention applications of other professionals in these title III cases only as it relates to (i) committee professionals operating at the direction of GJB as conflicts counsel; or (ii) where matters principally handled by GJB are implicated.</i></p> <p style="text-align: center;"><i>Prior Monthly Average~</i>  <i>Trailing Two Month Average ~</i></p>	0
B170 Fee and Employment Objections	
<p><i>Notes: This task code includes time spent on preparing or responding to objections to fee and retention applications.</i></p> <p style="text-align: center;"><i>Prior Monthly Average~1</i>  <i>Trailing Two Month Average ~1</i></p>	2
B180 Avoidance Action Analysis	
<p><i>Notes: This task code includes time spent on analyzing potential claims for avoidance, including preferential transfers and fraudulent transfers as well as requests for settlement that are impacted by such claims. GJB will focus its participation on matters that impact its scope of work and avoid unnecessary duplication with Paul Hastings or other counsel handling such matters for the Committee or the Special Claims Committee, to the extent it is a Co-Plaintiff.</i></p> <p style="text-align: center;"><i>Prior Monthly Average~0</i>  <i>Trailing Two Month Average ~0</i></p>	0

B185 Assumption / Rejection of Leases and Contracts	
<p><i>Notes: This task code includes time spent on analyzing issues related to the assumption or rejection of executory contracts and unexpired leases. GJB's role in this category is limited to instances, if any, where Paul Hastings may have a conflict.</i></p> <p><i>Prior Monthly Average~0</i> <i>Trailing Two Month Average ~0</i></p>	0
B190 Other Contested Matters	
<p><i>Notes: This task code includes time spent on all contested matters in the Title III cases. GJB's role in this category is limited to instances, if any, where Paul Hastings may have a conflict. GJB anticipates potential main case litigation concerning matters where Paul Hastings has identified conflicts with parties that may become potentially adverse to the Committee. Further, adverse and interested parties to litigation initiated by GJB on behalf of the Committee have sought to participate in main case issues, including claims objections. Currently, the disputes in which GJB has primary responsibility are limited in scope due to the stay orders in effect.</i></p> <p><i>Prior Monthly Average~8</i> <i>Trailing Two Month Average ~7</i></p>	10

<p>191 General Litigation (including Commonwealth litigation, mediation process, and handling of adversary proceedings)</p> <p><i>Notes: GJB anticipates briefing and motion practice relating to the class action plaintiffs' pending declaratory judgment action against PREPA with respect to the right to proceed against the Fuel Oil Defendants during the upcoming period.</i></p> <p><i>GJB anticipates continued prosecution of causes of action with the Oversight Board/Special Claims Committee regarding any conflicts regarding prosecution of the ERS lien challenges as modified by the ERS Scheduling Order.</i></p> <p><i>GJB anticipates continued, limited briefing relating to motion practice relating to pending adversary proceedings and continued discovery as to those limited issues excepted from the Stay or pursuant to the March 10, 2020 Final Order Regarding (A) Stay Period, (B) Mandatory Mediation, and (c) Certain Deadlines Related Thereto</i></p> <p><i>This task code includes all adversary proceedings, which consist of (a) the joint prosecution of causes of action together with Oversight Board/Special Claims Committee in 22 separate lawsuits, and (b) monitoring other adversary proceedings and litigation. GJB's role in this category is limited to those adversary proceedings in which GJB has appeared as and is the lead counsel for the Committee. This role may require coordination with other counsel in related matters concerning global legal issues. Currently, many of these matters are stayed pursuant to Court orders in effect.</i></p> <p style="text-align: right;"><i>Prior Monthly Average~262</i></p> <p style="text-align: right;"><i>Trailing Two Month Average ~162</i></p>	175
<p>B195 Non-Working Travel<sup>2</sup></p> <p><i>Notes: This task code includes time spent on non-working travel, including to court hearings and Committee meetings in San Juan, Boston and New York City, although attendance will be limited if required due to a conflict on behalf of Paul Hastings.</i></p> <p style="text-align: right;"><i>Prior Monthly Average~0</i></p> <p style="text-align: right;"><i>Trailing Two Month Average ~0</i></p>	0

<sup>2</sup> The firm charges one-half a timekeeper's normal billing rate for any time incurred on account of non-working

B210 Debtors' Financial Information and Operations/Fiscal Plan	
<i>Notes: This task code includes time spent reviewing and analyzing the Debtors' fiscal plans and related matters. GJB's role in this category is limited to instances, if any, where Paul Hastings may have a conflict or where GJB may need to familiarize itself with matters that may impact litigation where GJB is serving as conflicts counsel to the Committee.</i>	
<i>Prior Monthly Average~0</i>	
<i>Trailing Two Month Average ~0</i>	0
B220 Employee Benefits/Pensions	
<i>Prior Monthly Average~0</i>	
<i>Trailing Two Month Average ~0</i>	0
B230 Financing / Cash Collections	
<i>Prior Monthly Average~0</i>	
<i>Trailing Two Month Average ~0</i>	0
B231 Security Document Analysis	
<i>Prior Monthly Average~</i>	
<i>Trailing Two Month Average ~</i>	0
B260 Meetings of and Communications with Debtors/Oversight Board	
<i>Notes: This task code includes time spent on meeting and communicating with the Debtors, the Oversight Board, and their respective advisors. GJB anticipates significant collaboration with the Special Claims Committee of the FOMB on matters GJB has appears as conflicts counsel, with increased interaction due to briefing schedules in pending matters.</i>	
<i>Prior Monthly Average~6</i>	
<i>Trailing Two Month Average ~4</i>	10
B261 Investigations	
<i>Prior Monthly Average~0</i>	
<i>Trailing Two Month Average ~0</i>	0

<p><b>B310 Claims Administration and Objections</b></p> <p><i>Notes: This task code includes time spent on matters related to claims administration, including time spent on investigating potential challenges to claims, including, most notably, the challenge to the GO bond claims and the ERS bond claims. This task code also includes time spent on analyzing the pool of unsecured claims against the Debtors. GJB's role in this category is limited to instances, if any, where Paul Hastings may have a conflict.</i></p>	<p><i>Prior Monthly Average~0</i></p> <p><i>Trailing Two Month Average ~0</i></p>	<p>2</p>
<p><b>B320 Plan and Disclosure Statement</b></p> <p><i>Notes: This task code includes time spent on matters related to a potential plan of adjustment for the title III Debtors. GJB will focus its participation on matters that impact its scope of work and avoid unnecessary duplication with Paul Hastings. Given the Oversight Board's anticipated filing of an amended Commonwealth plan of adjustment and disclosure statement, GJB anticipates spending time familiarizing itself with matters that may impact litigation where GJB is serving as conflicts counsel to the Committee.</i></p> <p><i>We are expecting an increase in plan-related work during the month of March because the Oversight Board will announce the terms of a new plan on March 8, 2021.</i></p>	<p><i>Prior Monthly Average~13</i></p> <p><i>Trailing Two Month Average ~8</i></p>	<p>10</p>

B420 Restructurings	
<i>Notes: This task code includes time spent on general restructuring matters, including an anticipated amendment Commonwealth Plan of Adjustment and Disclosure Statement, and matters related to the pending PREPA RSA) and the related 9019 motion. GJB anticipates continued involvement in these matters to the extent that Paul Hastings is conflicted from the representation</i>	
<i>Prior Monthly Average~0</i>	
<i>Trailing Two Month Average ~0</i>	0
<b>TOTAL HOURS</b>	<b>274</b>
<b>TOTAL ESTIMATED FEE<sup>3</sup></b>	<b>\$141,129.18</b>
<b>MINUS 20% REDUCTION</b>	<b>\$28,225.84</b>
<b>TOTAL ESTIMATED FEE (NET OF REDUCTION)</b>	<b>\$112,903.34</b>

**ADDITIONAL STAFFING PLANS (INCL. SUB-BUDGETS)  
FOR MATTERS JOINTLY PURSUED BY OVERSIGHT BOARD AND COMMITTEE**

**Period Covered:** May 1, 2021 through May 31, 2021

**A. Adversary Proceedings Against Financial Parties, Fuel Oil Defendants, and Other Proceedings**

Genovese Joblove & Battista PA., (“GJB” or “Firm”) as the Committee’s special litigation counsel, represents the Committee with respect to two (2) principal adversary proceedings against: (a) numerous underwriters and other financial target parties involved in the issuance of Commonwealth bonds [Adv. Proc. No. 19-280-LTS]; and (b) the claims of PREPA against fuel oil suppliers and laboratories to avoid certain fraudulent transfers [Adv. Pro. No. 19-388-LTS].

Pursuant to the Order entered on December 10, 2019, the litigation in Adv. Proc. No. 19-00388 was stayed through August 17, 2020 at which time a joint status report was issued. The Defendants responded and the issues were briefed for hearing on September 16, 2020, but not heard, and remain under advisement. The remaining issue is the intervention of the Marrero Class Action Plaintiffs, which the parties have agreed to resolve in the Marrero Class Action Plaintiffs’ complaint to declare its right to pursue the claims against the Fuel Oil defendants in Adv. Pro. No. 20-00115. The latest revised briefing schedule anticipates a motion to dismiss by March 2, 2021 with further briefing and a hearing on June 16, 2021. The parties are currently in the meet and confer phase of the motion practice. Pending that resolution, on December 14, 2020 the Court has extended the stay in Adv. Pro. No. 19-388.

The stay relating to Adv. Proc. No. 19-280 was set to expire in April 2020, but the March 10, 2020

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<sup>3</sup> Assumes Blended Rate of \$515.07

*Final Order Regarding (A) Stay Period, (B) Mandatory Mediation, and (c) Certain Deadlines Related Thereto* stays the proceedings pending a decision on confirmation. GJB is also involved in the evaluation and if warranted, litigation of, a lawsuit filed by certain monoline insurers to assert claims against the same defendants sued by the Committee in Adv. Proc. No. 19-280-LTS, which monoline suit has been removed to the PROMESA proceedings.

1. Staffing Plan

<b>Category of timekeeper (using categories maintained by the firm)</b>	<b>Number of timekeepers expected to work on the matter during the budget period</b>	<b>Average hourly rate for period May 1, 2021 through May 31, 2021</b>	<b>Average hourly rate for period May 1, 2021 through May 31, 2021 (net of 20% reduction)</b>
<b>Partner (20+ Years)</b>	2	\$680	\$544
<b>Partner (10+ Years)</b>	2	\$525	\$420
<b>Associate</b>	4	\$375	\$300
<b>Paraprofessionals</b>	2	\$195	\$156

2. Sub-Budget

<b>U.S. Trustee Task Code and Project Category</b>	<b>Estimated Hours for Period May 1, 2021 through May 31, 2021</b>
B191 General Litigation	140
<b>TOTAL HOURS</b>	<b>175</b>

**B. Garden-Variety Avoidance Actions**

GJB represents the Committee with respect to limited “garden-variety” avoidance actions [Adv. Proc. Nos. 19-267, 19-275-279] against entities that received preferential and fraudulent transfers before the petition date. Casillas, Santiago & Torres LLC, the Committee’s local counsel, represents the Committee with respect to the balance of the “garden-variety” avoidance actions initiated against vendors of the Commonwealth of Puerto Rico [Adv. Proc. Nos. 19-041 to 19-279, Adv. Proc. Nos. 19-347 to 19-354, and additional adversary proceedings to be commenced with respect to PREPA]. However, GJB may, from time-to-time, provide additional assistance to other committee counsel with respect to litigation matters within GJB’s subject matter expertise, but in no way duplicative of the work performed by other counsel on these matters.

On June 7, 2019, the Co-Plaintiffs in these avoidance actions filed a motion [Docket No. 7325] seeking approval of, among other things, procedures establishing a framework for streamlined execution of settlement agreements and procedures and guidelines for resolving the avoidance actions through a voluntary mediation process. On August 12, 2019, the Court entered an “*Order Granting Omnibus Motion by the Financial Oversight and Management Board for Puerto Rico, acting by and through the Members of the Special Claims Committee and the Official Committee of Unsecured Creditors to (i) Establish Litigation Case Management Procedures and (ii) Establish Procedures for Approval of Settlements.*” On December 6, 2019, the Court entered an “*Order Granting Omnibus Motion to Extend Deadlines in Order Granting Omnibus Motion by the Financial Oversight and Management Board for Puerto Rico, acting by and through the Members of the Special Claims Committee and the Official Committee of Unsecured Creditors to (i) Establish Litigation Case Management Procedures and (ii) Establish Procedures for Approval of Settlements.*”

1. Staffing Plan

Category of timekeeper (using categories maintained by the firm)	Number of timekeepers expected to work on the matter during the budget period	Average hourly rate for period May 1, 2021 through May 31, 2021	Average hourly rate for period May 1, 2021 through May 31, 2021 (net of 20% reduction)
Partner (20+ Years)	2	\$575	\$460
Partner (10+ Years)	2	\$500	\$400
Associate	2	\$375	\$300
Paraprofessionals	2	\$195	\$156

2. Sub-Budget

U.S. Trustee Task Code and Project Category	Estimated Hours for Period May 1, 2021 through May 31, 2021
B191 General Litigation	10
<b>TOTAL HOURS</b>	<b>175</b>

C. Currently Stayed Co-Plaintiff Adversary Proceedings

The Committee has been appointed as Co-Plaintiff/Co-Trustee with the Oversight Board or the members of the Special Claims Committee as to certain Adversary Proceedings. GJB represents the Committee as Special Litigation counsel in a subset of these adversary proceedings. Pursuant to the March 10, 2020 Final Order Regarding (A) Stay Period, (B) Mandatory Mediation, and (c)

Certain Deadlines Related Thereto the Court extended the stay. These matters are identified as follows:

- Four adversary proceedings seeking, among other things, declaratory judgments that the pertinent challenged GO bonds were issued in violation of the Constitution of Puerto Rico and to recover fraudulent transfers made on account of GO bonds that were not validly issued [Adv. Proc. No. 19-281, Adv. Proc. No. 19-282, Adv. Proc. No. 19-283, and Adv. Proc. No. 19-288]. These matters are stayed pending the decision on the Confirmation of the Amended Plan of Adjustment; and
- One adversary proceedings challenging liens asserted by certain holders of HTA bonds [Adv. Proc. No. 19-364]. These matters remain stayed until such time as the Court orders the stay lifted or a plan of adjustment is confirmed for HTA.

Accordingly, GJB does not expect to expend any significant time on these adversary proceedings during the month of April other than minor administrative and/or procedural work, including responding to inquiries from defendants and assisting Brown Rudnick and Proskauer, in general administration of these cases.

Also, on December 19, 2019, Judge Swain approved a briefing and hearing schedule with respect to motion to dismiss practice related to the GO Lien Challenge. This was stayed pending confirmation of the Amended Plan, pursuant to March 10, 2020 *Final Order Regarding (A) Stay Period, (B) Mandatory Mediation, and (c) Certain Deadlines Related Thereto*. GJB's involvement in the GO Lien Challenge is limited to one adversary listed below.

- One adversary proceeding challenging liens asserted by certain holders of GO bonds Adv. Proc. No. 19-297].

GJB's involvement in the GO Lien Challenge is expected to be minimal.

1. Staffing Plan

Category of timekeeper (using categories maintained by the firm)	Number of timekeepers expected to work on the matter during the budget period	Average hourly rate for period May 1, 2021 through May 31, 2021	Average hourly rate for period May 1, 2021 through May 31, 2021 (net of 20% reduction)
Partner (20+ Years)	2	\$575	\$460
Partner (10+ Years)	2	\$500	\$400
Associate	2	\$375	\$300
Paraprofessionals	2	\$195	\$156

2. Sub-Budget

U.S. Trustee Task Code and Project Category	Estimated Hours for Period May 1, 2021 through May 31, 2021
B191 General Litigation	10
<b>TOTAL HOURS</b>	<b>175</b>

D. ERS Lien Co-Plaintiff Adversary Proceedings

Proskauer Rose LLP, as counsel to the Oversight Board, has primary responsibility for the adversary proceedings seeking, among other things, declarations on the scope of the liens purportedly securing the ERS bonds [Adv. Proc. No. 19-366 and Adv. Proc. No. 19-367]. GJB is counsel of record for the Committee in Adv. Proc. No. 19-367. These matters had been stayed pursuant to the August 25<sup>th</sup>, 2019 Order, but on October 24, 2019, the Court approved a scheduling order regarding discovery and summary judgment briefing on the lien scope issues and *ultra vires* issues with respect to the ERS bonds and lifted the stay. Accordingly, (a) the lien scope litigation, *i.e.*, Adv. Proc. No. 19-366 and Adv. Proc. No. 19-367 and (b) Count I of the complaints seeking declarations that the pertinent ERS bonds were issued *ultra vires* and, thus, are null and void, *i.e.*, Adv. Proc. No. 19-355, Adv. Proc. No. 19-356, Adv. Proc. No. 19-357, Adv. Proc. No. 19-359, and Adv. Proc. No. 19-361 were unstayed. GJB's involvement in the lien scope litigation is expected to be minimal and limited to Adv. Proc. No. 19-367.

In connection with the *ultra vires* objection to the ERS Bonds, GJB anticipates it will continue to be involved in certain discovery and briefing issues on a limited basis during the month of April.

1. Staffing Plan

Category of timekeeper (using categories maintained by the firm)	Number of timekeepers expected to work on the matter during the budget period	Average hourly rate for period May 1, 2021 through May 31, 2021	Average hourly rate for period May 1, 2021 through May 31, 2021 (net of 20% reduction)
Partner (20+ Years)	2	\$575	\$460
Partner (10+ Years)	2	\$500	\$400
Associate	2	\$375	\$300
Paraprofessionals	2	\$195	\$156

2. Sub-Budget

<b>U.S. Trustee Task Code and Project Category</b>	<b>Estimated Hours for Period May 1, 2021 through May 31, 2021</b>
B191 General Litigation	15
<b>TOTAL HOURS</b>	<b>170</b>

E. Contested Matters.

GJB represents the Committee with respect to several issues, including the following: the Adversary Defendants motion to participate in the GO Bond Claim Objections (and related mediation process); proceedings relating to terminating the PREPA RSA; and anticipated, litigated contested matters that are currently under advisement by the Committee. GJB anticipates its involvement in these matters as it relates to conflict issues.

1. Staffing Plan

<b>Category of timekeeper (using categories maintained by the firm)</b>	<b>Number of timekeepers expected to work on the matter during the budget period</b>	<b>Average hourly rate for period May 1, 2021 through May 31, 2021</b>	<b>Average hourly rate for period May 1, 2021 through May 31, 2021 (net of 20% reduction)</b>
Partner (20+ Years)	3	\$645	\$516
Partner (10+ Years)	2	\$525	\$420
Associate	4	\$375	\$300
Paraprofessionals	2	\$195	\$156

2. Sub-Budget

<b>U.S. Trustee Task Code and Project Category</b>	<b>Estimated Hours for Period May 1, 2021 through May 31, 2021</b>
B190 Other Contested Matters	10
<b>TOTAL HOURS</b>	<b>10</b>

## GENERAL STAFFING PLAN

**Period Covered:** May 1, 2021 through May 31, 2021<sup>4</sup>

<b>Category of timekeeper (using categories maintained by the firm)</b>	<b>Number of timekeepers expected to work on the matter during the budget period</b>	<b>Average hourly rate for period May 1, 2021 through May 31, 2021</b>	<b>Average hourly rate for period May 1, 2021 through May 31, 2021 (net of 20% reduction)</b>
<b>Partner (20+ Years)</b>	5	\$615	\$492
<b>Partner (10+ Years)</b>	2	\$525	\$420
<b>Associate</b>	4	\$375	\$300
<b>Paraprofessionals</b>	2	\$195	\$156

<sup>4</sup> Unless otherwise indicated in this budget, this proposed staffing plan is based on the following assumptions: (i) no additional title III cases or adversary proceedings will be commenced during the budget period; (ii) no plan of adjustment will be filed during the budget period; (iii) no adversary proceedings will require discovery and trial preparation; and (iv) all adversary proceedings in which the Committee has intervened and/or sought to intervene will only involve briefing and hearings on motions to dismiss and/or pretrial proceedings. In addition, it is impossible to predict how many hours will be required to prosecute contested matters where GJB is asked to participate as conflicts counsel. Thus, this proposed budget may be materially different from the work actually performed. For instance, discovery disputes may lead to extensive litigation. Similarly, the Committee may need to respond to motions that are not and cannot be anticipated. At this time, the proposed budget is speculative. The proposed amended budget has been revised to account for the stay of litigation and other proceedings.

## **EXHIBIT D-2**

### **STAFFING PLAN**

**Period Covered:** February 1, 2021 through May 31, 2021

<b>Category of timekeeper (using categories maintained by the firm)</b>	<b>Number of timekeepers expected to work on the matter during the budget period</b>	<b>Average hourly rate for period 02/01/21 through 05/31/21</b>	<b>Average hourly rate for period 02/01/21 through 05/31/21 (net of 20% reduction)</b>
<b>Partner (20+ Years)</b>	3	\$597.75	\$478.20
<b>Partner (10+ Years)</b>	2	\$513.17	\$410.54
<b>Associate</b>	2	\$347.34	\$277.87
<b>Paraprofessionals</b>	5	\$185.46	\$148.37

## **EXHIBIT E**

### ***SUMMARY OF COMPENSATION REQUESTED BY PROJECT CATEGORY***

**EXHIBIT E-1**

**SUMMARY OF COMPENSATION REQUESTED BY PROJECT CATEGORY**

<b>U.S. TRUSTEE TASK CODE AND PROJECT CATEGORY</b>	<b>February 2021</b>	<b>March 2021</b>	<b>April 2021</b>	<b>May 2021</b>	<b>TOTAL</b>
<b>B110</b> Case Administration	\$2,503.50	\$3,543.00	\$4,017.00	\$2,905.50	\$12,968.50
<b>B112</b> General Creditor Inquiries					
<b>B113</b> Pleadings Review	\$6,111.00	\$12,7893.00	\$11,686.50	\$9,450.00	\$40,036.50
<b>B120</b> Asset Analysis and Recovery					
<b>B130</b> Asset Disposition					
<b>B140</b> Relief from Stay / Adequate Protection Proceedings					
<b>B150</b> Meetings of Creditors' Committee and Communications with Creditors	\$1,150.00	\$172.50	\$1,092.50	\$1,463.50	\$3,878.50
<b>B155</b> Court Hearings (including Preparation for Court Hearings)		\$230.00	\$2,910.00		\$3,140.00
<b>B160</b> Employment / Fee Applications	\$3,427.50	\$5,821.50	\$400.50	\$1,497.00	\$11,146.50
<b>B161</b> Budgeting (Case)	\$920.00	\$920.00	\$1,207.50	\$1,437.50	\$4,485.00
<b>B165</b> Employment / Fee Application (Other Professionals)					
<b>B170</b> Fee and Employment Objections	\$172.50				\$172.00
<b>B180</b> Avoidance Action Analysis					
<b>B181</b> Preference Analysis and Recovery Action					
<b>B185</b> Assumption / Rejection of Leases and Contracts					
<b>B190</b> Other Contested Matters (including GDB restructuring)					
<b>B191</b> General Litigation	\$29,584.00	\$75,469.50	\$48,089.00	\$97,193.00	\$250,335.50
<b>B195</b> Non-Working Travel					

U.S. TRUSTEE TASK CODE AND PROJECT CATEGORY	February 2021	March 2021	April 2021	May 2021	TOTAL
<b>B210</b> Debtors' Financial Information					
<b>B220</b> Employee Benefits / Pensions					
<b>B230</b> Financing / Cash Collections					
<b>B231</b> Security Document Analysis					
<b>B260</b> Meetings/Communications with Debtors/ Oversight Board		\$632.50		\$57.50	\$690.00
<b>B261</b> Investigations					
<b>B310</b> Claims Administration and Objections					
<b>B312</b> Objections to Claims					
<b>B320</b> Plan and Disclosure Statement					
<b>B321</b> Business Plan					
<b>B410</b> General Bankruptcy Advice and Opinions					
<b>B420</b> Restructurings					
<b>TOTAL HOURS:</b>	<b>111.10</b>	<b>250.30</b>	<b>155.60</b>	<b>255.30</b>	<b>772.30</b>
<b>TOTAL FEES:</b>	<b>\$43,868.50</b>	<b>\$99,758.00</b>	<b>\$69,403.00</b>	<b>\$114,004.00</b>	<b>\$327,033.50</b>
<i>MINUS 20% REDUCTION:</i>	<b>\$8,773.70</b>	<b>\$19,951.60</b>	<b>\$13,880.60</b>	<b>\$22,800.80</b>	<b>\$65,406.70</b>
<b>TOTAL FEES: (NET OF REDUCTION)</b>	<b>\$35,094.80</b>	<b>\$79,806.40</b>	<b>\$55,522.40</b>	<b>\$91,203.20</b>	<b>\$261,626.80</b>

**FURTHER BREAKDOWN OF COMPENSATION REQUESTED  
BY PROJECT CATEGORY AND BY MATTER**

*Official Committee of Unsecured Creditors of Commonwealth of PR (Matter ID 001)*

<b>U.S. Trustee Task Code and Project Category</b>	<b>Hours Billed</b>	<b>Fees Sought</b>
B110 Case Administration	53.30	\$10,009.50
B113 Pleadings Review	127.10	\$40,036.50
B150 Meeting of Creditors	4.70	\$2,598.50
B155 Court Hearings	5.60	\$3,140.00
B160 Employment / Fee Applications (GJB)	50.50	\$11,089.00
B161 Budgeting (Case)	6.80	\$3,910.00
B170 Fee/Employment Objections	0.30	\$172.50
B191 General Litigation	146.50	\$78,198.50
B260 Meetings and Communications with Board	0.40	\$230.00
<b>TOTAL</b>	<b>395.20</b>	<b>\$149,384.50</b>

*PREPA (Matter ID 002)*

<b>U.S. Trustee Task Code and Project Category</b>	<b>Hours Billed</b>	<b>Fees Sought</b>
B110 Case Administration	5.70	\$1,111.50
B150 Meeting of Creditors	2.30	\$1,222.50
B160 Employment / Fee Applications (GJB)	0.10	\$57.50
B161 Budgeting	1.00	\$575.00
B191 General Litigation	343.50	\$165,186.50
B260 Meetings and Communications with Board	0.80	\$460.00
<b>TOTAL</b>	<b>353.40</b>	<b>\$168,613.00</b>

*ERS (Matter ID 003)*

<b>U.S. Trustee Task Code and Project Category</b>	<b>Hours Billed</b>	<b>Fees Sought</b>
B110 Case Administration	9.90	\$1,930.50
B150 Meetings of Creditors	0.10	\$57.50
B191 General Litigation	12.70	\$6,663.00
<b>TOTAL</b>	<b>22.70</b>	<b>\$8,651.00</b>

*HTA (Matter ID 004)*

<b>U.S. Trustee Task Code and Project Category</b>	<b>Hours Billed</b>	<b>Fees Sought</b>
B110 Case Administration	0.50	\$97.50
B191 General Litigation	0.50	\$287.50
<b>TOTAL</b>	<b>1.00</b>	<b>\$385.00</b>

*Kobre & Kim Report (Matter ID 005)*

N/A

## **EXHIBIT E-2**

### **SUMMARY OF EXPENSE REIMBURSEMENTS REQUESTED BY CATEGORY**

<b>Category</b>	<b>Amount</b>
Travel Expenses – Airfare	\$0.00
Travel Expenses – Lodging	\$0.00
Travel Expenses - Taxi / Ground Transportation	\$0.00
Travel Expenses – Parking	\$0.00
Meals (while working on Committee matters)	\$0.00
Court call	\$0.00
Long Distance Phone Calls	\$0.00
Process Service Fee	\$0.00
Messenger	\$0.00
Computer Search	\$1,364.80
Articles and Publications	\$0.00
Court Reporting Services	\$0.00
In-house Black and White Reproduction Charges	\$0.00
Outside Photocopies	\$0.00
Outside Professional Services	\$0.00
Postage/Express Mail	\$0.00
Data Management/Web Hosting	\$35,727.69
Miscellaneous- Website Domain and Maintenance	\$0.00
<b>TOTAL</b>	<b>\$37,092.49</b>

## EXHIBIT F

### **BREAKDOWN OF COMPENSATION AND EXPENSE REIMBURSEMENT AND BY WHETHER SERVICES WERE RENDERED IN PUERTO RICO OR OUTSIDE PUERTO RICO**

#### February 2021 Fee Statement

	<b>Fees</b>	<b>20% Discount</b>	<b>Fees Requested to Be Paid (90%)</b>	<b>Expenses Requested to Be Paid (100%)</b>	<b>Total Fees &amp; Expenses Requested to Be Paid</b>
Total for Commonwealth (all outside of Puerto Rico)	\$23,494.50	\$18,795.60 (\$4,698.90)	\$16,916.04	\$14,197.68	\$31,113.72
Total for PREPA (all outside of Puerto Rico)	\$17,807.00	\$14,245.60 (\$3,561.40)	\$12,821.04	\$0.00	\$12,821.04
Total for ERS (all outside of Puerto Rico)	\$2,567.00	\$2,053.60 (\$205.36)	\$1,848.24	\$0.00	\$1,848.24
Total for HTA (all outside of Puerto Rico)	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
<b>Grand Total</b>	<b>\$43,868.50</b>	<b>\$35,094.80</b>	<b>\$31,585.32</b>	<b>\$14,197.68</b>	<b>\$45,783.00</b>

#### March 2021 Fee Statement

	<b>Fees</b>	<b>20% Discount</b>	<b>Fees Requested to Be Paid (90%)</b>	<b>Expenses Requested to Be Paid (100%)</b>	<b>Total Fees &amp; Expenses Requested to Be Paid</b>
Total for Commonwealth (all outside of Puerto Rico)	\$44,704.00	\$35,763.20 (\$8,940.64)	\$32,186.88	\$8,045.64	\$40,232.52
Total for PREPA (all outside of Puerto Rico)	\$53,990.50	\$43,192.40 (\$10,798.10)	\$38,873.16	\$418.00	\$39,291.16
Total for ERS (all outside of Puerto Rico)	\$1,063.50	\$850.80 (\$212.70)	\$765.72	\$0.00	\$765.72
Total for HTA (all outside of Puerto Rico)	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
<b>Grand Total</b>	<b>\$99,758.00</b>	<b>\$79,806.40</b>	<b>\$71,825.76</b>	<b>\$8,463.64</b>	<b>\$80,289.40</b>

**April 2021 Fee Statement**

	<b>Fees</b>	<b>20% Discount</b>	<b>Fees Requested to Be Paid (90%)</b>	<b>Expenses Requested to Be Paid (100%)</b>	<b>Total Fees &amp; Expenses Requested to Be Paid</b>
Total for Commonwealth (all outside of Puerto Rico)	\$45,524.50	\$36,419.60 (\$9,104.90)	\$32,777.64	\$7,098.84	\$39,876.48
Total for PREPA (all outside of Puerto Rico)	\$21,333.00	\$17,066.40 (\$4,266.60)	\$15,359.76	\$0.00	\$15,359.76
Total for ERS (all outside of Puerto Rico)	\$2,545.50	\$2,036.40 (\$509.10)	\$1,832.76	\$0.00	\$1,832.76
Total for HTA (all outside of Puerto Rico)	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
<b>Grand Total</b>	<b>\$69,403.00</b>	<b>\$55,522.40</b>	<b>\$49,970.016</b>	<b>\$7,098.84</b>	<b>\$57,069.00</b>

**May 2021 Fee Statement**

	<b>Fees</b>	<b>20% Discount</b>	<b>Fees Requested to Be Paid (90%)</b>	<b>Expenses Requested to Be Paid (100%)</b>	<b>Total Fees &amp; Expenses Requested to Be Paid</b>
Total for Commonwealth (all outside of Puerto Rico)	\$35,661.50	\$28,529.20 (\$7,132.30)	\$25,676.28	\$7,332.33	\$33,008.61
Total for PREPA (all outside of Puerto Rico)	\$75,482.50	\$60,386.00 (\$15,096.50)	\$54,347.40	\$0.00	\$54,347.40
Total for ERS (all outside of Puerto Rico)	\$2,475.00	\$1,980.00 (\$495.00)	\$1,782.00	\$0.00	\$1,782.00
Total for HTA (all outside of Puerto Rico)	\$385.00	\$308.00 (\$77.00)	\$277.20	\$0.00	\$277.20
<b>Grand Total</b>	<b>\$114,004.00</b>	<b>\$91,203.20</b>	<b>\$82,082.88</b>	<b>\$7,332.33</b>	<b>\$89,415.21</b>

## **SCHEDULE 1**

### **LIST OF PROFESSIONALS BY MATTER**

*Official Comm. of Unsecured Creditors of Commonwealth of PR (Matter ID 001)*

<b>Name</b>	<b>Title or Position</b>	<b>Department, Group, or Section</b>
Genovese, John H.	Partner	Bankruptcy
Arrastia, John	Partner	Litigation
Suarez, Jesus M.	Partner	Bankruptcy
Gayo-Guitian, Mariaelena	Partner	Bankruptcy
Castaldi, Angelo M.	Associate	Litigation
Delgado, Joyce A.	Associate	Litigation
Hopkins, Colleen	Paralegal	Bankruptcy
Sardina, Jessey	Paralegal	Bankruptcy
Zamora, Johana	Paralegal	Bankruptcy
Garcia-Montes, Tricia	Paralegal	Litigation
Esser-Scavone, Carolyn	Paralegal	Bankruptcy

*PREPA (Matter ID 002)*

<b>Name</b>	<b>Title or Position</b>	<b>Department, Group, or Section</b>
Genovese, John H.	Partner	Bankruptcy
Arrastia, John	Partner	Litigation
Suarez, Jesus M.	Partner	Bankruptcy
Friedman, Michael	Partner	Bankruptcy
Castaldi, Angelo M.	Associate	Litigation
Hopkins, Colleen	Paralegal	Bankruptcy
Zamora, Johana	Paralegal	Bankruptcy

*ERS (Matter ID 003)*

<b>Name</b>	<b>Title or Position</b>	<b>Department, Group, or Section</b>
Arrastia, John	Partner	Litigation
Genovese, John	Partner	Bankruptcy
Suarez, Jesus M.	Partner	Bankruptcy
Castaldi, Angelo M.	Associate	Bankruptcy
Zamora, Johana	Paralegal	Bankruptcy

***HTA (Matter ID 004)***

<b>Name</b>	<b>Title or Position</b>	<b>Department, Group, or Section</b>
Arrastia, John	Partner	Litigation
Zamora, Johana	Paralegal	Bankruptcy

***Kobra & Kim Report (Matter ID 005)***

<b>Name</b>	<b>Title or Position</b>	<b>Department, Group, or Section</b>
N/A	N/A	N/A

## **SCHEDULE 2**

### **MONTHLY STATEMENTS COVERED IN APPLICATION**

*(Attached Hereto)*

DATE	PERIOD COVERED	TOTAL FEES	20% DISCOUNT	FEES REQUESTED (90%)	HOLDBACK (10%)	EXPENSES REQUESTED
4/29/21	February 1, 2021 - February 28, 2021	\$43,868.50	\$35,094.80	\$31,585.32	\$3,509.48	\$14,197.68
5/10/21	March 1, 2021- March 31, 2021	\$99,758.00	\$79,806.40	\$71,825.76	\$7,980.64	\$8,463.64
7/02/21	April 1, 2021 – April 30, 2021	\$69,403.00	\$55,522.40	\$49,970.16	\$5,552.24	\$7,098.84
7/02/21	May 1, 2021- May 31, 2021	\$114,004.00	\$91,203.20	\$82,082.88	\$9,120.32	\$7,332.33



April 29, 2021

Via Electronic Mail

The Commonwealth of Puerto Rico  
Puerto Rico Fiscal Agency and Financial Advisory Authority  
c/o O'Melveny & Myers, LLP  
Time Square Tower  
7 Times Square  
New York, NY 10036

Attn: John J. Rapisardi, Esq., Suzanne Uhland, Esq., Peter Friedman, Esq. and Diana M. Perez, Esq.

**Re: *In re Commonwealth of Puerto Rico, et al.* Case No. 17-BK-3283 (LTS)  
(Jointly Administered) –  
Genovese, Joblove & Battista, P.A. February 2021 Fee Statement**

Dear Mr. Rapisardi, Ms. Uhland, Mr. Friedman, and Ms. Perez:

By order entered May 31, 2019 (the “Retention Order”), the U.S. District Court for the District of Puerto Rico authorized the employment and retention of Genovese, Joblove & Battista, P.A. (“GJB”) as special litigation counsel to the Official Committee of Unsecured Creditors.

In accordance with the second interim compensation order, dated June 6, 2018 (the “Interim Compensation Order”) please find enclosed copies of GJB’s February 2021 Fee Statement (the “February Fee Statement”) for certain services rendered and expenses incurred during the period ending February 28, 2021.

In accordance with the Interim Compensation Order, I hereby certify that no public servant of the Department of Treasury and no employee of the Puerto Rico Highways and Transportation Authority, the Employees Retirement Systems of the Government of the Commonwealth of Puerto Rico, or the Puerto Rico Electric Power Authority is a party to or has any interest in the gains or benefits derived from the contract that is the basis of this invoice. The only consideration for providing services under the contract is the payment agreed upon with the Committee.<sup>1</sup> The amount shown on the attached invoices is reasonable. The services were

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<sup>1</sup> For the avoidance of doubt, in accordance with the Retention Order, the Debtors are responsible for the compensation of GJB’s fees and reimbursement of its expenses, and under no circumstances are the Committee members responsible for payment of GJB’s fees and expenses.

rendered and the corresponding payment has not been made. To the best of my knowledge, GJB does not have any debts owed to the Government of Puerto Rico or its instrumentalities.

Further, in accordance with the Interim Compensation Order, please see attached as ***Exhibit “A”*** the certification authorizing the submission of the February Fee Statement. Also attached hereto as ***Exhibit “B”*** is the related Declaration regarding fees and expenses related to the activities undertaken in Puerto Rico vs. outside of Puerto Rico.

A summary of the breakdown of fees and expenses in the February Fee Statement is provided below for your ease of reference.

**1. Commonwealth of Puerto Rico 001 Matter**

i. *Services rendered outside of Puerto Rico*

Matter	Matter Name	Invoice Number	Fees	20% Discount (\$4,698.90)	Fees Requested to be Paid (90%)	Expenses Requested to be Paid (100%)	Fees & Expenses Requested to be Paid
12272-001	Promesa Special Conflicts Counsel	100990	\$23,494.50	\$18,795.60	\$16,916.04	\$14,197.68	\$31,113.72

**2. Puerto Rico Electric Power Authority (“PREPA”) 002 Matter**

i. *Services rendered outside Puerto Rico*

Matter	Matter Name	Invoice Number	Fees	20% Discount (\$3,561.40)	Fees Requested to be Paid (90%)	Expenses Requested to be Paid (100%)	Fees & Expenses Requested to be Paid
12272-002	PREPA Adversary	100991	\$17,807.00	\$14,245.60	\$12,821.04	\$0.00	\$12,821.04

**3. Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) 003 Matter**

i. *Services rendered outside Puerto Rico*

Matter	Matter Name	Invoice Number	Fees	20% Discount (\$513.40)	Fees Requested to be Paid (90%)	Expenses Requested to be Paid (100%)	Fees & Expenses Requested to be Paid
12272-003	ERS Litigation	100992	\$2,567.00	\$2,053.60	\$1,848.24	\$0.00	\$1,848.24

Under the Retention Order (¶2, page 2), GJB agreed to reduce its regular hourly rates by twenty (20%) percent. The attached invoices reflect the full amount billed by GJB for fees in the amount of \$43,868.50 plus costs of \$14,197.68 for a total of \$58,066.18. The travel times that appear on the invoice have been adjusted to fifty (50%) percent of the billing rate. The twenty (20%) percent discount applied to fees in February is equal to \$8,773.70. The costs are \$14,197.68. Accordingly, GJB seeks payment of \$31,585.32 in fees (90% of the total discounted fees) and \$14,197.68 in costs (100% of the costs) as detailed in the February Fee Statement for a total of \$45,783.00.

Any objections you may have to the February Fee Statement should be served on GJB and the other Notice Parties so as to be received on or before 4:00 pm (Atlantic Standard Time) on the 10<sup>th</sup> day (or the next business day if such day is not a business day) following service of the February Fee Statement, which is **May 10, 2021** (“Objection Deadline”). If no party serves an objection to the February Statement on GJB and the other Notice Parties attached hereto as **Exhibit “C”** so as to be received by the Objection Deadline, GJB respectfully requests payment of \$45,783.00 to the following account:

**Wiring and ACH Instructions:**

Beneficiary Bank : First Citizens Bank

ABA Number : 053100300

Swift Code : FCBTUS33 (optional)

Account Number: 9063688157

Account Name : Genovese Joblove & Battista, P.A. – Operating Account

Bank Telephone #: 305-447-5050

Bank Address: 3121 Commodore Plaza, Coconut Grove, Florida 33133

If an objection is timely served with respect to the February Fee Statement, GJB requests payment of 90% of the requested fees and 100% of the requested costs that are not subject to such Objection, in accordance with the Interim Compensation Order.

Please let me know if you have any questions regarding any of the foregoing.

Sincerely,

*/s/ Mariaelena Gayo- Guitian*

Mariaelena Gayo-Guitian, Esq.

Exhibit A

Certification

**PRINCIPAL CERTIFICATION**

I, Alvin Velazquez, on behalf of the Service Employees International Union, solely in its capacity as a member of the Official Committee of Unsecured Creditors of the Title III Debtors (other than COFINA) (the “Committee”) (and not in its individual capacity), hereby certify that the Committee has approved Genovese Joblove & Battista, P.A.’s February fee statement for certain services rendered and expenses incurred during the period ending February 28, 2021.

*/s/ Alvin Velazquez* \_\_\_\_\_

Name: Alvin Velazquez  
Company: Service Employees International Union  
Dated: April 29, 2021

Exhibit B

Tax Declaration

**DECLARATION**

I, Ken Forrest, hereby declare, under penalty of perjury as follows:

1. I am of legal age, a resident of the United States and Chief Financial Officer of Genovese, Joblove & Battista, P.A., (“GJB” or “Service Provider”) with offices in Florida located at 100 Southeast Second Street, 44th Floor, Miami, Florida 33131 (“Miami” or “Main Office”); 200 East Broward Boulevard, Suite 1110, Fort Lauderdale, Florida 33301 (“Ft. Lauderdale”); and 100 N. Tampa Street, Suite 2600, Tampa, Florida (“Tampa”). GJB also has an affiliate office in Caracas Venezuela located at Av. Francisco de Miranda, Torre Provincial "A" piso 8 oficina 81 y 82 1060 Caracas, Venezuela.

2. The facts set forth in this declaration are based upon my personal knowledge and the firm’s financial records that were reviewed by me or other GJB employees acting under my supervision and direction

3. I submit this declaration in support of the Monthly Fee Statement submitted for payment by GJB for the month of February 2021;

4. GJB is a professional association organized under the laws of the State of Florida in the United States with Employer ID 65-0518134. GJB is not engaged in any trade or business in Puerto Rico.

5. GJB’s taxable year ends on December 31 (the “Tax Year”).

6. GJB does not have an office or other fixed place of business within Puerto Rico, as described under Puerto Rico Treasury Regulation No. 6257.

7. The following fees and expenses relate to activities undertaken outside of Puerto Rico by the Service Provider as part of the PROMESA Title III proceedings during the fee period beginning on February 1, 2021 through February 28, 2021, which constitute gross income from sources outside Puerto Rico pursuant to the Puerto Rico Internal Revenue Code of 2011, as amended (the “Code”):

**1. Commonwealth of Puerto Rico 001 Matter**

i. *Services rendered outside of Puerto Rico*

Matter	Matter Name	Invoice Number	Fees	20% Discount (\$4,698.90)	Fees Requested to be Paid (90%)	Expenses Requested to be Paid (100%)	Fees & Expenses Requested to be Paid
12272-001	Promesa Special Conflicts Counsel	100990	\$23,494.50	\$18,795.60	\$16,916.04	\$14,197.68	\$31,113.72

**2. Puerto Rico Electric Power Authority (“PREPA”) 002 Matter**

i. *Services rendered outside Puerto Rico*

Matter	Matter Name	Invoice Number	Fees	20% Discount (\$3,561.40)	Fees Requested to be Paid (90%)	Expenses Requested to be Paid (100%)	Fees & Expenses Requested to be Paid
12272-002	PREPA Adversary	100991	\$17,807.00	\$14,245.60	\$12,821.04	\$0.00	\$12,821.04

**3. Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) 003 Matter**

i. *Services rendered outside Puerto Rico*

Matter	Matter Name	Invoice Number	Fees	20% Discount (\$513.40)	Fees Requested to be Paid (90%)	Expenses Requested to be Paid (100%)	Fees & Expenses Requested to be Paid
12272-003	ERS Litigation	100992	\$2,567.00	\$2,053.60	\$1,848.24	\$0.00	\$1,848.24

8. The invoices submitted in connection with the February Fee Statement and summarized above reflect the full amount billed by GJB for fees in the amount of \$43,868.50 plus costs of \$14,197.68 for a total of \$58,066.18.

9. That under the GJB’s retention order in the Title III cases, GJB agreed to a voluntary 20% reduction in its hourly fees sought to be paid in the amount of \$8,773.70 (20% discount). The costs are \$14,197.68. Accordingly, GJB seeks payment of \$31,585.32 in fees (90% of the total discounted fees) and \$14,197.68 in costs (100% of the costs) as detailed in the

February Fee Statement for a total of \$45,783.00.

**IN WITNESS WHEREOF**, I hereby declare, under penalty of perjury, that the above statement is true and correct on this 29<sup>th</sup> day of April, 2021, in Miami, Florida.



KEN FORREST

Exhibit C

Notice Parties

Counsel for the Oversight Board

Proskauer Rose LLP  
Eleven Times Square  
New York, NY  
10036  
Attn: Martin J. Bienenstock, Esq.  
Ehud Barak Esq. and

Proskauer Rose LLP,  
70 West Madison  
Street, Chicago, IL  
60602  
Attn: Paul V. Possinger, Esq.

and

O'Neill & Borges LLC  
250 Mulioz Rivera Ave., Suite 800  
San Juan, PR 00918  
Attn: Hermann D. Bauer, Esq.

Counsel for the Puerto Rico Fiscal Agency and Financial Advisory Authority

Marini Pietrantoni Muniz  
LLC MCS Plaza, Suite 500  
255 Ponce de Le6n Ave  
San Juan, PR 00917  
Attn: Luis C. Marini-Biaggi, Esq.  
Carolina Velaz-Rivero Esq.

The Office of the United States Trustee for the District of Puerto Rico

Edificio Ochoa  
500 Tanca Street, Suite 301  
San Juan, Puerto Rico 00901 (re: In Commonwealth of Puerto Rico)

Counsel for the Official Committee of Unsecured Creditors

Paul Hastings  
200 Park Avenue  
New York, NY 10166  
Attn: Luc A. Despins, Esq.

Counsel for the Official Committee of Unsecured Creditors

Casillas, Santiago & Torres, LLC  
El Caribe office Building  
53 Palmeras Street, Ste. 1601  
San Juan, Puerto Rico 00901  
Attn: Juan J . Casillas Ayala, Esq.  
Alberto J.E. Aneses Negron, Esq.

Counsel for the Fee Examiner

Godfrey & Kahn S.C.  
One East Main Street, Suite 500  
Madison, Wisconsin 53703-3300  
Attn: Katherine Stadler, Esq.

and

EDGE Legal Strategies, PSG  
252 Ponce de Le6n  
Avenue Citibank Tower,  
12th Floor San Juan, PR  
00918  
Attn: Eyck O. Luge

U.S. Trustee

Office of the United States Trustee for the District of Puerto Rico  
Edificio Ochoa  
500 Tanca Street, Suite 301  
San Juan, PR 00901 (re: *In re: Commonwealth of Puerto Rico*)

Counsel for the Official Committee of Retired Employees

Jenner & Block LLP  
919 Third Ave.  
New York, NY 10022  
Attn: Robert Gordon, Esq.  
Richard Levin, Esq.

and

Jenner & Block LLP  
353 N. Clark Street  
Chicago, IL 60654  
Attn: Catherine Steege, Esq.  
Melissa Root, Esq.

and

Bennazar, Garcia & Milian, C.S.P.  
Edificio Union Plaza, PH-A,  
416 Ave. Ponce de Leon  
Hato Rey, PR 00918  
Attn: A.J. Bennazar-Zequeira, Esq.

Puerto Rico Department of Treasury

Puerto Rico Department of  
Treasury  
PO Box 9024140  
San Juan, PR 00902-4140  
Attn: Reylam Guerra Goderich, Deputy Assistant of Central Accounting  
Omar E. Rodriguez Perez, CPA, Assistant Secretary of Central Accounting  
Angel L. Pantoja Rodriguez, Deputy Assistant Secretary of Internal Revenue and Tax  
Policy  
Francisco Pares Alicea, Assistant Secretary of Internal Revenue and Tax Policy  
Francisco Pefia Montanez, CPA, Assistant Secretary of the Treasury



May 10, 2021

Via Electronic Mail

The Commonwealth of Puerto Rico  
Puerto Rico Fiscal Agency and Financial Advisory Authority  
c/o O'Melveny & Myers, LLP  
Time Square Tower  
7 Times Square  
New York, NY 10036

Attn: John J. Rapisardi, Esq., Suzanne Uhland, Esq., Peter Friedman, Esq. and Diana M. Perez, Esq.

**Re: *In re Commonwealth of Puerto Rico, et al.* Case No. 17-BK-3283 (LTS)  
(Jointly Administered) –  
Genovese, Joblove & Battista, P.A. March 2021 Fee Statement**

Dear Mr. Rapisardi, Ms. Uhland, Mr. Friedman, and Ms. Perez:

By order entered May 31, 2019 (the “Retention Order”), the U.S. District Court for the District of Puerto Rico authorized the employment and retention of Genovese, Joblove & Battista, P.A. (“GJB”) as special litigation counsel to the Official Committee of Unsecured Creditors.

In accordance with the second interim compensation order, dated June 6, 2018 (the “Interim Compensation Order”) please find enclosed copies of GJB’s March 2021 Fee Statement (the “March Fee Statement”) for certain services rendered and expenses incurred during the period ending March 31, 2021.

In accordance with the Interim Compensation Order, I hereby certify that no public servant of the Department of Treasury and no employee of the Puerto Rico Highways and Transportation Authority, the Employees Retirement Systems of the Government of the Commonwealth of Puerto Rico, or the Puerto Rico Electric Power Authority is a party to or has any interest in the gains or benefits derived from the contract that is the basis of this invoice. The only consideration for providing services under the contract is the payment agreed upon with the Committee.<sup>1</sup> The amount shown on the attached invoices is reasonable. The services were

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<sup>1</sup> For the avoidance of doubt, in accordance with the Retention Order, the Debtors are responsible for the compensation of GJB’s fees and reimbursement of its expenses, and under no circumstances are the Committee members responsible for payment of GJB’s fees and expenses.

rendered and the corresponding payment has not been made. To the best of my knowledge, GJB does not have any debts owed to the Government of Puerto Rico or its instrumentalities.

Further, in accordance with the Interim Compensation Order, please see attached as ***Exhibit “A”*** the certification authorizing the submission of the March Fee Statement. Also attached hereto as ***Exhibit “B”*** is the related Declaration regarding fees and expenses related to the activities undertaken in Puerto Rico vs. outside of Puerto Rico.

A summary of the breakdown of fees and expenses in the March Fee Statement is provided below for your ease of reference.

**1. Commonwealth of Puerto Rico 001 Matter**

i. *Services rendered outside of Puerto Rico*

Matter	Matter Name	Invoice Number	Fees	20% Discount (\$8,940.80)	Fees Requested to be Paid (90%)	Expenses Requested to be Paid (100%)	Fees & Expenses Requested to be Paid
12272-001	Promesa Special Conflicts Counsel	101051	\$44,704.00	\$35,763.20	\$32,186.88	\$8,045.64	\$40,232.52

**2. Puerto Rico Electric Power Authority (“PREPA”) 002 Matter**

i. *Services rendered outside Puerto Rico*

Matter	Matter Name	Invoice Number	Fees	20% Discount (\$10,798.10)	Fees Requested to be Paid (90%)	Expenses Requested to be Paid (100%)	Fees & Expenses Requested to be Paid
12272-002	PREPA Adversary	101052	\$53,990.50	\$43,192.40	\$38,873.16	\$418.00	\$39,291.16

**3. Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) 003 Matter**

i. *Services rendered outside Puerto Rico*

Matter	Matter Name	Invoice Number	Fees	20% Discount (\$212.70)	Fees Requested to be Paid (90%)	Expenses Requested to be Paid (100%)	Fees & Expenses Requested to be Paid
12272-003	ERS Litigation	101053	\$1,063.50	\$850.80	\$765.72	\$0.00	\$765.72

Under the Retention Order (¶2, page 2), GJB agreed to reduce its regular hourly rates by twenty (20%) percent. The attached invoices reflect the full amount billed by GJB for fees in the amount of \$99,758.00 plus costs of \$8,463.64 for a total of \$108,221.64. The travel times that appear on the invoice have been adjusted to fifty (50%) percent of the billing rate. The twenty (20%) percent discount applied to fees in March is equal to \$19,951.60. The costs are \$8,463.64. Accordingly, GJB seeks payment of \$71,825.76 in fees (90% of the total discounted fees) and \$8,463.64 in costs (100% of the costs) as detailed in the March Fee Statement for a total of \$80,289.40.

Any objections you may have to the March Fee Statement should be served on GJB and the other Notice Parties so as to be received on or before 4:00 pm (Atlantic Standard Time) on the 10<sup>th</sup> day (or the next business day if such day is not a business day) following service of the March Fee Statement, which is **May 20, 2021** ("Objection Deadline"). If no party serves an objection to the March Statement on GJB and the other Notice Parties attached hereto as **Exhibit "C"** so as to be received by the Objection Deadline, GJB respectfully requests payment of \$80,289.40 to the following account:

**Wiring and ACH Instructions:**

Beneficiary Bank : First Citizens Bank

ABA Number : 053100300

Swift Code : FCBTUS33 (optional)

Account Number: 9063688157

Account Name : Genovese Joblove & Battista, P.A. – Operating Account

Bank Telephone #: 305-447-5050

Bank Address: 3121 Commodore Plaza, Coconut Grove, Florida 33133

If an objection is timely served with respect to the March Fee Statement, GJB requests payment of 90% of the requested fees and 100% of the requested costs that are not subject to such Objection, in accordance with the Interim Compensation Order.

Please let me know if you have any questions regarding any of the foregoing.

Sincerely,

*/s/ Mariaelena Gayo- Guitian*

Mariaelena Gayo-Guitian, Esq.

Exhibit A

Certification

**PRINCIPAL CERTIFICATION**

I, Alvin Velazquez, on behalf of the Service Employees International Union, solely in its capacity as a member of the Official Committee of Unsecured Creditors of the Title III Debtors (other than COFINA) (the “Committee”) (and not in its individual capacity), hereby certify that the Committee has approved Genovese Joblove & Battista, P.A.’s February fee statement for certain services rendered and expenses incurred during the period ending February 28, 2021.

*/s/ Alvin Velazquez* \_\_\_\_\_

Name: Alvin Velazquez  
Company: Service Employees International Union  
Dated: April 29, 2021

Exhibit B

**Tax Declaration**

## DECLARATION

I, Ken Forrest, hereby declare, under penalty of perjury as follows:

1. I am of legal age, a resident of the United States and Chief Financial Officer of Genovese, Joblove & Battista, P.A., (“GJB” or “Service Provider”) with offices in Florida located at 100 Southeast Second Street, 44th Floor, Miami, Florida 33131 (“Miami” or “Main Office”); 200 East Broward Boulevard, Suite 1110, Fort Lauderdale, Florida 33301 (“Ft. Lauderdale”); and 100 N. Tampa Street, Suite 2600, Tampa, Florida (“Tampa”). GJB also has an affiliate office in Caracas Venezuela located at Av. Francisco de Miranda, Torre Provincial “A” piso 8 oficina 81 y 82 1060 Caracas, Venezuela.

2. The facts set forth in this declaration are based upon my personal knowledge and the firm’s financial records that were reviewed by me or other GJB employees acting under my supervision and direction

3. I submit this declaration in support of the Monthly Fee Statement submitted for payment by GJB for the month of March 2021;

4. GJB is a professional association organized under the laws of the State of Florida in the United States with Employer ID 65-0518134. GJB is not engaged in any trade or business in Puerto Rico.

5. GJB’s taxable year ends on December 31 (the “Tax Year”).

6. GJB does not have an office or other fixed place of business within Puerto Rico, as described under Puerto Rico Treasury Regulation No. 6257.

7. The following fees and expenses relate to activities undertaken outside of Puerto Rico by the Service Provider as part of the PROMESA Title III proceedings during the fee period beginning on March 1, 2021 through March 31, 2021, which constitute gross income from sources outside Puerto Rico pursuant to the Puerto Rico Internal Revenue Code of 2011, as amended (the “Code”):

**1. Commonwealth of Puerto Rico 001 Matter**

i. *Services rendered outside of Puerto Rico*

Matter	Matter Name	Invoice Number	Fees	20% Discount (\$8,940.80)	Fees Requested to be Paid (90%)	Expenses Requested to be Paid (100%)	Fees & Expenses Requested to be Paid
12272-001	Promesa Special Conflicts Counsel	101051	\$44,704.00	\$35,763.20	\$32,186.88	\$8,045.64	\$40,232.52

**2. Puerto Rico Electric Power Authority (“PREPA”) 002 Matter**

i. *Services rendered outside Puerto Rico*

Matter	Matter Name	Invoice Number	Fees	20% Discount (\$10,798.10)	Fees Requested to be Paid (90%)	Expenses Requested to be Paid (100%)	Fees & Expenses Requested to be Paid
12272-002	PREPA Adversary	101052	\$53,990.50	\$43,192.40	\$38,873.16	\$418.00	\$39,291.16

**3. Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) 003 Matter**

i. *Services rendered outside Puerto Rico*

Matter	Matter Name	Invoice Number	Fees	20% Discount (\$212.70)	Fees Requested to be Paid (90%)	Expenses Requested to be Paid (100%)	Fees & Expenses Requested to be Paid
12272-003	ERS Litigation	101053	\$1,063.50	\$850.80	\$765.72	\$0.00	\$765.72

8. The invoices submitted in connection with the March Fee Statement and summarized above reflect the full amount billed by GJB for fees in the amount of \$99,758.00 plus costs of \$8,463.64 for a total of \$108,221.64.

9. That under the GJB’s retention order in the Title III cases, GJB agreed to a voluntary 20% reduction in its hourly fees sought to be paid in the amount of \$19,951.60 (20% discount). The costs are \$8,463.64. Accordingly, GJB seeks payment of \$71,825.76 in fees (90% of the total discounted fees) and \$8,463.64 in costs (100% of the costs) as detailed in the

March Fee Statement for a total of \$80,289.40.

**IN WITNESS WHEREOF**, I hereby declare, under penalty of perjury, that the above statement is true and correct on this 10<sup>th</sup> day of May, 2021, in Miami, Florida.



KEN FORREST

Exhibit C

Notice Parties

Counsel for the Oversight Board

Proskauer Rose LLP  
Eleven Times Square  
New York, NY  
10036  
Attn: Martin J. Bienenstock, Esq.  
Ehud Barak Esq. and

Proskauer Rose LLP,  
70 West Madison  
Street, Chicago, IL  
60602  
Attn: Paul V. Possinger, Esq.

and

O'Neill & Borges LLC  
250 Mulioz Rivera Ave., Suite 800  
San Juan, PR 00918  
Attn: Hermann D. Bauer, Esq.

Counsel for the Puerto Rico Fiscal Agency and Financial Advisory Authority

Marini Pietrantoni Muniz  
LLC MCS Plaza, Suite 500  
255 Ponce de Le6n Ave  
San Juan, PR 00917  
Attn: Luis C. Marini-Biaggi, Esq.  
Carolina Velaz-Rivero Esq.

The Office of the United States Trustee for the District of Puerto Rico

Edificio Ochoa  
500 Tanca Street, Suite 301  
San Juan, Puerto Rico 00901 (re: In Commonwealth of Puerto Rico)

Counsel for the Official Committee of Unsecured Creditors

Paul Hastings  
200 Park Avenue  
New York, NY 10166  
Attn: Luc A. Despins, Esq.

Counsel for the Official Committee of Unsecured Creditors

Casillas, Santiago & Torres, LLC  
El Caribe office Building  
53 Palmeras Street, Ste. 1601  
San Juan, Puerto Rico 00901  
Attn: Juan J . Casillas Ayala, Esq.  
Alberto J.E. Aneses Negron, Esq.

Counsel for the Fee Examiner

Godfrey & Kahn S.C.  
One East Main Street, Suite 500  
Madison, Wisconsin 53703-3300  
Attn: Katherine Stadler, Esq.

and

EDGE Legal Strategies, PSG  
252 Ponce de Le6n  
Avenue Citibank Tower,  
12th Floor San Juan, PR  
00918  
Attn: Eyck O. Luge

U.S. Trustee

Office of the United States Trustee for the District of Puerto Rico  
Edificio Ochoa  
500 Tanca Street, Suite 301  
San Juan, PR 00901 (re: *In re: Commonwealth of Puerto Rico*)

Counsel for the Official Committee of Retired Employees

Jenner & Block LLP  
919 Third Ave.  
New York, NY 10022  
Attn: Robert Gordon, Esq.  
Richard Levin, Esq.

and

Jenner & Block LLP  
353 N. Clark Street  
Chicago, IL 60654  
Attn: Catherine Steege, Esq.  
Melissa Root, Esq.

and

Bennazar, Garcia & Milian, C.S.P.  
Edificio Union Plaza, PH-A,  
416 Ave. Ponce de Leon  
Hato Rey, PR 00918  
Attn: A.J. Bennazar-Zequeira, Esq.

Puerto Rico Department of Treasury

Puerto Rico Department of  
Treasury  
PO Box 9024140  
San Juan, PR 00902-4140  
Attn: Reylam Guerra Goderich, Deputy Assistant of Central Accounting  
Omar E. Rodriguez Perez, CPA, Assistant Secretary of Central Accounting  
Angel L. Pantoja Rodriguez, Deputy Assistant Secretary of Internal Revenue and Tax  
Policy  
Francisco Pares Alicea, Assistant Secretary of Internal Revenue and Tax Policy  
Francisco Pefia Montanez, CPA, Assistant Secretary of the Treasury



July 2, 2021

Via Electronic Mail

The Commonwealth of Puerto Rico  
Puerto Rico Fiscal Agency and Financial Advisory Authority  
c/o O'Melveny & Myers, LLP  
Time Square Tower  
7 Times Square  
New York, NY 10036

Attn: John J. Rapisardi, Esq., Suzanne Uhland, Esq., Peter Friedman, Esq. and Diana Perez, Esq.

**Re: *In re Commonwealth of Puerto Rico, et al.* Case No. 17-BK-3283 (LTS)  
(Jointly Administered) –  
April 2021 Fee Statement of Genovese, Joblove & Battista, P.A.**

Dear Mr. Rapisardi, Ms. Uhland, Mr. Friedman, and Ms. Perez:

By order entered May 31, 2019 (the “Retention Order”), the U.S. District Court for the District of Puerto Rico authorized the employment and retention of Genovese, Joblove & Battista, P.A. (“GJB”) as special litigation counsel to the Official Committee of Unsecured Creditors.

In accordance with the second interim compensation order, dated June 6, 2018 (the “Interim Compensation Order”) please find enclosed copies of GJB’s April 2021 Fee Statement (the “April Fee Statement”) for certain services rendered and expenses incurred during the period ending April 30, 2021.

In accordance with the Interim Compensation Order, I hereby certify that no public servant of the Department of Treasury and no employee of the Puerto Rico Highways and Transportation Authority, the Employees Retirement Systems of the Government of the Commonwealth of Puerto Rico, or the Puerto Rico Electric Power Authority is a party to or has any interest in the gains or benefits derived from the contract that is the basis of this invoice. The only consideration for providing services under the contract is the payment agreed upon with the Committee.<sup>1</sup> The amount shown on the attached invoices is reasonable. The services were rendered and the corresponding payment has not been made. To the best of my knowledge, GJB does not have any debts owed to the Government of Puerto Rico or its instrumentalities.

---

<sup>1</sup> For the avoidance of doubt, in accordance with the Retention Order, the Debtors are responsible for the compensation of GJB’s fees and reimbursement of its expenses, and under no circumstances are the Committee members responsible for payment of GJB’s fees and expenses.

Further, in accordance with the Interim Compensation Order, please see attached as ***Exhibit “A”*** the certification authorizing the submission of the April Fee Statement. Also attached hereto as ***Exhibit “B”*** is the related Declaration regarding fees and expenses related to the activities undertaken in Puerto Rico vs. outside of Puerto Rico.

A summary of the breakdown of fees and expenses in the April Fee Statement is provided below for your ease of reference.

**1. Commonwealth of Puerto Rico 001 Matter**

i. *Services rendered outside of Puerto Rico*

Matter	Matter Name	Invoice Number	Fees	20% Discount (\$9,104.90)	Fees Requested to be Paid (90%)	Expenses Requested to be Paid (100%)	Fees & Expenses Requested to be Paid
12272-001	Promesa Special Conflicts Counsel	101581	\$45,524.50	\$36,419.60	\$32,777.64	\$7,098.84	\$39,876.48

**2. Puerto Rico Electric Power Authority (“PREPA”) 002 Matter**

i. *Services rendered outside Puerto Rico*

Matter	Matter Name	Invoice Number	Fees	20% Discount (\$4,266.60)	Fees Requested to be Paid (90%)	Expenses Requested to be Paid (100%)	Fees & Expenses Requested to be Paid
12272-002	PREPA Adversary	101582	\$21,333.00	\$17,066.40	\$15,359.76	\$0.00	\$15,359.76

**3. Employees Retirement System of the Government for Commonwealth of Puerto Rico (“ERS”) 003 Matter**

i. *Services rendered outside Puerto Rico*

Matter	Matter Name	Invoice Number	Fees	20% Discount (\$509.10)	Fees Requested to be Paid (90%)	Expenses Requested to be Paid (100%)	Fees & Expenses Requested to be Paid
12272-003	ERS Litigation	101583	\$2,545.50	\$2,036.40	\$1,832.76	\$0.00	\$1,832.76

Under the Retention Order (¶2, page 2), GJB agreed to reduce its regular hourly rates by twenty (20%) percent. The attached invoices reflect the full amount billed by GJB for fees in the amount of \$69,403.00 plus costs of \$7,098.84 for a total of \$76,501.84. The travel times that appear on the invoice have been adjusted to fifty (50%) percent of the billing rate. The twenty (20%) percent discount applied to fees in April is equal to \$13,880.60. Accordingly, GJB seeks payment of \$49,970.16 in fees (90% of the total discounted fees) and \$7,098.84 in costs (100% of the costs) as detailed in the April Fee Statement for a total of \$57,069.00.

Any objections you may have to the April Fee Statement should be served on GJB and the other Notice Parties so as to be received on or before 4:00 pm (Atlantic Standard Time) on the 10<sup>th</sup> day (or the next business day if such day is not a business day) following service of the April Fee Statement, which is **July 12, 2021** (“Objection Deadline”). If no party serves an objection to the April Statement on GJB and the other Notice Parties attached hereto as ***Exhibit “C”*** so as to be received by the Objection Deadline, GJB respectfully requests payment of \$57,069.00 to the following account:

**Wiring and ACH Instructions:**

Beneficiary Bank : First Citizens Bank

ABA Number : 053100300

Swift Code : FCBTUS33 (optional)

Account Number: 9063688157

Account Name : Genovese Joblove & Battista, P.A. – Operating Account

Bank Telephone #: 305-447-5050

Bank Address: 3121 Commodore Plaza, Coconut Grove, Florida 33133

If an objection is timely served with respect to the April Fee Statement, GJB requests payment of 90% of the requested fees and 100% of the requested costs that are not subject to such Objection, in accordance with the Interim Compensation Order.

Please let me know if you have any questions regarding any of the foregoing.

Sincerely,

*/s/ Mariaelena Gayo-Guitian*

Mariaelena Gayo-Guitian, Esq.

**Exhibit A**

*(Certification)*

**PRINCIPAL CERTIFICATION**

I, Alvin Velazquez, on behalf of the Service Employees International Union, solely in its capacity as a member of the Official Committee of Unsecured Creditors of the Title III Debtors (other than COFINA) (the “Committee”) (and not in its individual capacity), hereby certify that the Committee has approved Genovese Joblove & Battista, P.A.’s April fee statement for certain services rendered and expenses incurred during the period ending April 30, 2021.

Dated: July 1, 2021

*/s/ Alvin Velazquez*

Name: Alvin Velazquez

Company: Service Employees International Union

## **Exhibit B**

*(Tax Declaration)*

## **DECLARATION**

I, Ken Forrest, hereby declare, under penalty of perjury as follows:

1. I am of legal age, a resident of the United States and Chief Financial Officer of Genovese, Joblove & Battista, P.A., (“GJB” or “Service Provider”) with offices in Florida located at 100 Southeast Second Street, 44th Floor, Miami, Florida 33131 (“Miami” or “Main Office”); 200 East Broward Boulevard, Suite 1110, Fort Lauderdale, Florida 33301 (“Ft. Lauderdale”)) and 100 N. Tampa Street, Suite 2600, Tampa, Florida (“Tampa”). GJB also has an affiliate office in Caracas Venezuela located at Av. Francisco de Miranda, Torre Provincial "A" piso 8 oficina 81 y 82 1060 Caracas, Venezuela.

2. The facts set forth in this declaration are based upon my personal knowledge and the firm’s financial records that were reviewed by me or other GJB employees acting under my supervision and direction

3. I submit this declaration in support of the Monthly Fee Statement submitted for payment by GJB for the month of April 2021;

4. GJB is a professional association organized under the laws of the State of Florida in the United States with Employer ID 65-0518134. GJB is not engaged in any trade or business in Puerto Rico.

5. GJB’s taxable year ends on December 31 (the “Tax Year”).

6. GJB does not have an office or other fixed place of business within Puerto Rico, as described under Puerto Rico Treasury Regulation No. 6257.

7. The following fees and expenses relate to activities undertaken outside of Puerto Rico by the Service Provider as part of the PROMESA Title III proceedings during the fee period beginning on April 1, 2021 through April 30, 2021, which constitute gross income from

sources outside Puerto Rico pursuant to the Puerto Rico Internal Revenue Code of 2011, as amended (the “Code”):

**1. Commonwealth of Puerto Rico 001 Matter**

i. *Services rendered outside of Puerto Rico*

Matter	Matter Name	Invoice Number	Fees	20% Discount (\$9,104.90)	Fees Requested to be Paid (90%)	Expenses Requested to be Paid (100%)	Fees & Expenses Requested to be Paid
12272-001	Promesa Special Conflicts Counsel	101581	\$45,524.50	\$36,419.60	\$32,777.64	\$7,098.84	\$39,876.48

**2. Puerto Rico Electric Power Authority (“PREPA”) 002 Matter**

i. *Services rendered outside Puerto Rico*

Matter	Matter Name	Invoice Number	Fees	20% Discount (\$4,266.60)	Fees Requested to be Paid (90%)	Expenses Requested to be Paid (100%)	Fees & Expenses Requested to be Paid
12272-002	PREPA Adversary	101582	\$21,333.00	\$17,066.40	\$15,359.76	\$0.00	\$15,359.76

**3. Employees Retirement System of the Government for Commonwealth of Puerto Rico (“ERS”) 003 Matter**

i. *Services rendered outside Puerto Rico*

Matter	Matter Name	Invoice Number	Fees	20% Discount (\$509.10)	Fees Requested to be Paid (90%)	Expenses Requested to be Paid (100%)	Fees & Expenses Requested to be Paid
12272-003	ERS Litigation	101583	\$2,545.50	\$2,036.40	\$1,832.76	\$0.00	\$1,832.76

8. The invoices submitted in connection with the April Fee Statement and summarized above reflect the full amount billed by GJB for fees in the amount of \$69,403.00 plus costs of \$7,098.84 for a total of \$76,501.84.

9. That under the GJB's retention order in the Title III cases, GJB agreed to a voluntary 20% reduction in its hourly fees sought to be paid in the amount of \$13,880.60 (20% discount). The costs are \$7,098.84. Accordingly, GJB seeks payment of \$49,970.16 in fees (90% of the total discounted fees) and \$7,098.84 in costs (100% of the costs) as detailed in the April Fee Statement for a total of \$57,069.00.

**IN WITNESS WHEREOF**, I hereby declare, under penalty of perjury, that the above statement is true and correct on this 2 day of July, 2021, in Miami, Florida.



KEN FORREST

## **Exhibit C**

*(Notice Parties)*

Counsel for the Oversight Board

Proskauer Rose LLP  
Eleven Times Square  
New York, NY  
10036  
Attn: Martin J. Bienenstock, Esq.  
Ehud Barak Esq. and

Proskauer Rose LLP,  
70 West Madison  
Street, Chicago, IL  
60602  
Attn: Paul V. Possinger, Esq.

and

O'Neill & Borges LLC  
250 Mulioz Rivera Ave., Suite 800  
San Juan, PR 00918  
Attn: Hermann D. Bauer, Esq.

Counsel for the Puerto Rico Fiscal Agency and Financial Advisory Authority

Marini Pietrantoni Muniz  
LLC MCS Plaza, Suite 500  
255 Ponce de Le6n Ave  
San Juan, PR 00917  
Attn: Luis C. Marini-Biaggi, Esq.  
Carolina Velaz-Rivero Esq.

The Office of the United States Trustee for the District of Puerto Rico

Edificio Ochoa  
500 Tanca Street, Suite 301  
San Juan, Puerto Rico 00901 (re: In Commonwealth of Puerto Rico)

Counsel for the Official Committee of Unsecured Creditors

Paul Hastings  
200 Park Avenue  
New York, NY 10166  
Attn: Luc A. Despins, Esq.

Counsel for the Official Committee of Unsecured Creditors

Casillas, Santiago & Torres, LLC  
El Caribe office Building  
53 Palmeras Street, Ste. 1601  
San Juan, Puerto Rico 00901  
Attn: Juan J . Casillas Ayala, Esq.  
Alberto J.E. Aneses Negron, Esq.

Counsel for the Fee Examiner

Godfrey & Kahn S.C.  
One East Main Street, Suite 500  
Madison, Wisconsin 53703-3300  
Attn: Katherine Stadler, Esq.

and

EDGE Legal Strategies, PSG  
252 Ponce de Le6n  
Avenue Citibank Tower,  
12th Floor San Juan, PR  
00918  
Attn: Eyck O. Luge

U.S. Trustee

Office of the United States Trustee for the District of Puerto Rico  
Edificio Ochoa  
500 Tanca Street, Suite 301  
San Juan, PR 00901 (re: *In re: Commonwealth of Puerto Rico*)

Counsel for the Official Committee of Retired Employees

Jenner & Block LLP  
919 Third Ave.  
New York, NY 10022  
Attn: Robert Gordon, Esq.  
Richard Levin, Esq.

and

Jenner & Block LLP  
353 N. Clark Street  
Chicago, IL 60654  
Attn: Catherine Steege, Esq.  
Melissa Root, Esq.

and

Bennazar, Garcia & Milian, C.S.P.  
Edificio Union Plaza, PH-A,  
416 Ave. Ponce de Leon  
Hato Rey, PR 00918  
Attn: A.J. Bennazar-Zequeira, Esq.

Puerto Rico Department of Treasury

Puerto Rico Department of  
Treasury  
PO Box 9024140  
San Juan, PR 00902-4140  
Attn: Reylam Guerra Goderich, Deputy Assistant of Central Accounting  
Omar E. Rodriguez Perez, CPA, Assistant Secretary of Central Accounting  
Angel L. Pantoja Rodriguez, Deputy Assistant Secretary of Internal Revenue and Tax  
Policy  
Francisco Pares Alicea, Assistant Secretary of Internal Revenue and Tax Policy  
Francisco Pefia Montanez, CPA, Assistant Secretary of the Treasury



July 2, 2021

Via Electronic Mail

The Commonwealth of Puerto Rico  
Puerto Rico Fiscal Agency and Financial Advisory Authority  
c/o O'Melveny & Myers, LLP  
Time Square Tower  
7 Times Square  
New York, NY 10036

Attn: John J. Rapisardi, Esq., Suzanne Uhland, Esq., Peter Friedman, Esq. and Diana Perez, Esq.

**Re: *In re Commonwealth of Puerto Rico, et al.* Case No. 17-BK-3283 (LTS)  
(Jointly Administered) –  
May 2021 Fee Statement of Genovese, Joblove & Battista, P.A.**

Dear Mr. Rapisardi, Ms. Uhland, Mr. Friedman, and Ms. Perez:

By order entered May 31, 2019 (the “Retention Order”), the U.S. District Court for the District of Puerto Rico authorized the employment and retention of Genovese, Joblove & Battista, P.A. (“GJB”) as special litigation counsel to the Official Committee of Unsecured Creditors.

In accordance with the second interim compensation order, dated June 6, 2018 (the “Interim Compensation Order”) please find enclosed copies of GJB’s May 2021 Fee Statement (the “May Fee Statement”) for certain services rendered and expenses incurred during the period ending May 31, 2021.

In accordance with the Interim Compensation Order, I hereby certify that no public servant of the Department of Treasury and no employee of the Puerto Rico Highways and Transportation Authority, the Employees Retirement Systems of the Government of the Commonwealth of Puerto Rico, or the Puerto Rico Electric Power Authority is a party to or has any interest in the gains or benefits derived from the contract that is the basis of this invoice. The only consideration for providing services under the contract is the payment agreed upon with the Committee.<sup>1</sup> The amount shown on the attached invoices is reasonable. The services were rendered and the corresponding payment has not been made. To the best of my knowledge, GJB does not have any debts owed to the Government of Puerto Rico or its instrumentalities.

Further, in accordance with the Interim Compensation Order, please see attached as **Exhibit “A”** the certification authorizing the submission of the May Fee Statement. Also attached hereto as **Exhibit “B”** is the related Declaration regarding fees and expenses related to the activities undertaken in Puerto Rico vs. outside of Puerto Rico.

A summary of the breakdown of fees and expenses in the May Fee Statement is provided below for your ease of reference.

---

<sup>1</sup> For the avoidance of doubt, in accordance with the Retention Order, the Debtors are responsible for the compensation of GJB’s fees and reimbursement of its expenses, and under no circumstances are the Committee members responsible for payment of GJB’s fees and expenses.

**1. Commonwealth of Puerto Rico 001 Matter**

i. *Services rendered outside of Puerto Rico*

Matter	Matter Name	Invoice Number	Fees	20% Discount (\$7,132.30)	Fees Requested to be Paid (90%)	Expenses Requested to be Paid (100%)	Fees & Expenses Requested to be Paid
12272-001	Promesa Special Conflicts Counsel	101585	\$35,661.50	\$28,529.20	\$25,676.28	\$7,332.33	\$33,008.61

**2. Puerto Rico Electric Power Authority (“PREPA”) 002 Matter**

i. *Services rendered outside Puerto Rico*

Matter	Matter Name	Invoice Number	Fees	20% Discount (\$15,096.50)	Fees Requested to be Paid (90%)	Expenses Requested to be Paid (100%)	Fees & Expenses Requested to be Paid
12272-002	PREPA Adversary	101586	\$75,482.50	\$60,386.00	\$54,347.40	\$0.00	\$54,347.40

**3. Employees Retirement System of the Government for Commonwealth of Puerto Rico (“ERS”) 003 Matter**

i. *Services rendered outside Puerto Rico*

Matter	Matter Name	Invoice Number	Fees	20% Discount (\$495.00)	Fees Requested to be Paid (90%)	Expenses Requested to be Paid (100%)	Fees & Expenses Requested to be Paid
12272-003	ERS Litigation	101587	\$2,475.00	\$1,980.00	\$1,782.00	\$0.00	\$1,782.00

**4. Puerto Rico Highways & Transportation Authority (“HTA”) 004 Matter**

i. *Services rendered outside Puerto Rico*

Matter	Matter Name	Invoice Number	Fees	20% Discount (\$77.00)	Fees Requested to be Paid (90%)	Expenses Requested to be Paid (100%)	Fees & Expenses Requested to be Paid
12272-004	HTA Litigation	101588	\$385.00	\$308.00	\$277.20	\$0.00	\$277.20

Under the Retention Order (¶2, page 2), GJB agreed to reduce its regular hourly rates by twenty (20%) percent. The attached invoices reflect the full amount billed by GJB for fees in the amount of \$114,004.00 plus costs of \$7,332.33 for a total of \$121,336.33. The travel times that appear on the invoice have been adjusted to fifty (50%) percent of the billing rate. The twenty (20%) percent discount applied to fees in May is equal to \$22,800.80. Accordingly, GJB seeks payment of \$82,082.88 in fees (90% of the total discounted fees) and \$7,332.33 in costs (100% of the costs) as detailed in the May Fee Statement for a total of \$89,415.21.

Any objections you may have to the May Fee Statement should be served on GJB and the other Notice Parties so as to be received on or before 4:00 pm (Atlantic Standard Time) on the 10<sup>th</sup> day (or the next business day if such day is not a business day) following service of the May Fee Statement, which is **July 12, 2021** (“Objection Deadline”). If no party serves an objection to the May Statement on GJB and the other Notice Parties attached hereto as **Exhibit “C”** so as to be received by the Objection Deadline, GJB respectfully requests payment of \$89,415.21 to the following account:

**Wiring and ACH Instructions:**

Beneficiary Bank : First Citizens Bank

ABA Number : 053100300

Swift Code : FCBTUS33 (optional)

Account Number: 9063688157

Account Name : Genovese Joblove & Battista, P.A. – Operating Account

Bank Telephone #: 305-447-5050

Bank Address: 3121 Commodore Plaza, Coconut Grove, Florida 33133

If an objection is timely served with respect to the May Fee Statement, GJB requests payment of 90% of the requested fees and 100% of the requested costs that are not subject to such Objection, in accordance with the Interim Compensation Order.

Please let me know if you have any questions regarding any of the foregoing.

Sincerely,

*/s/ Mariaelena Gayo- Guitian*

Mariaelena Gayo-Guitian, Esq.

**Exhibit A**

*(Certification)*

**PRINCIPAL CERTIFICATION**

I, Alvin Velazquez, on behalf of the Service Employees International Union, solely in its capacity as a member of the Official Committee of Unsecured Creditors of the Title III Debtors (other than COFINA) (the “Committee”) (and not in its individual capacity), hereby certify that the Committee has approved Genovese Joblove & Battista, P.A.’s May fee statement for certain services rendered and expenses incurred during the period ending May 31, 2021.

Dated: July 1, 2021

*/s/ Alvin Velazquez*

Name: Alvin Velazquez

Company: Service Employees International Union

## **Exhibit B**

*(Tax Declaration)*

## **DECLARATION**

I, Ken Forrest, hereby declare, under penalty of perjury as follows:

1. I am of legal age, a resident of the United States and Chief Financial Officer of Genovese, Joblove & Battista, P.A., (“GJB” or “Service Provider”) with offices in Florida located at 100 Southeast Second Street, 44th Floor, Miami, Florida 33131 (“Miami” or “Main Office”); 200 East Broward Boulevard, Suite 1110, Fort Lauderdale, Florida 33301 (“Ft. Lauderdale”); and 100 N. Tampa Street, Suite 2600, Tampa, Florida (“Tampa”). GJB also has an affiliate office in Caracas Venezuela located at Av. Francisco de Miranda, Torre Provincial "A" piso 8 oficina 81 y 82 1060 Caracas, Venezuela.

2. The facts set forth in this declaration are based upon my personal knowledge and the firm’s financial records that were reviewed by me or other GJB employees acting under my supervision and direction

3. I submit this declaration in support of the Monthly Fee Statement submitted for payment by GJB for the month of May 2021;

4. GJB is a professional association organized under the laws of the State of Florida in the United States with Employer ID 65-0518134. GJB is not engaged in any trade or business in Puerto Rico.

5. GJB’s taxable year ends on December 31 (the “Tax Year”).

6. GJB does not have an office or other fixed place of business within Puerto Rico, as described under Puerto Rico Treasury Regulation No. 6257.

7. The following fees and expenses relate to activities undertaken outside of Puerto Rico by the Service Provider as part of the PROMESA Title III proceedings during the fee period beginning on May 1, 2021 through May 31, 2021, which constitute gross income from sources outside Puerto Rico pursuant to the Puerto Rico Internal Revenue Code of 2011, as amended (the “Code”):

**1. Commonwealth of Puerto Rico 001 Matter**

i. *Services rendered outside of Puerto Rico*

Matter	Matter Name	Invoice Number	Fees	20% Discount (\$7,132.30)	Fees Requested to be Paid (90%)	Expenses Requested to be Paid (100%)	Fees & Expenses Requested to be Paid
12272-001	Promesa Special Conflicts Counsel	101585	\$35,661.50	\$28,529.20	\$25,676.28	\$7,332.33	\$33,008.61

**2. Puerto Rico Electric Power Authority (“PREPA”) 002 Matter**

i. *Services rendered outside Puerto Rico*

Matter	Matter Name	Invoice Number	Fees	20% Discount (\$15,096.50)	Fees Requested to be Paid (90%)	Expenses Requested to be Paid (100%)	Fees & Expenses Requested to be Paid
12272-002	PREPA Adversary	101586	\$75,482.50	\$60,386.00	\$54,347.40	\$0.00	\$54,347.40

**3. Employees Retirement System of the Government for Commonwealth of Puerto Rico (“ERS”) 003 Matter**

i. *Services rendered outside Puerto Rico*

Matter	Matter Name	Invoice Number	Fees	20% Discount (\$495.00)	Fees Requested to be Paid (90%)	Expenses Requested to be Paid (100%)	Fees & Expenses Requested to be Paid
12272-003	ERS Litigation	101587	\$2,475.00	\$1,980.00	\$1,782.00	\$0.00	\$1,782.00

**4. Puerto Rico Highways & Transportation Authority (“HTA”) 004 Matter**

i. *Services rendered outside Puerto Rico*

Matter	Matter Name	Invoice Number	Fees	20% Discount (\$77.00)	Fees Requested to be Paid (90%)	Expenses Requested to be Paid (100%)	Fees & Expenses Requested to be Paid
12272-004	HTA Litigation	101588	\$385.00	\$308.00	\$277.20	\$0.00	\$277.20

8. The invoices submitted in connection with the May Fee Statement and summarized above reflect the full amount billed by GJB for fees in the amount of \$114,004.00 plus costs of \$7,332.33 for a total of \$121,336.33.

9. That under the GJB's retention order in the Title III cases, GJB agreed to a voluntary 20% reduction in its hourly fees sought to be paid in the amount of \$22,800.80 (20% discount). The costs are \$7,332.33. Accordingly, GJB seeks payment of \$82,082.88 in fees (90% of the total discounted fees) and \$7,332.33 in costs (100% of the costs) as detailed in the May Fee Statement for a total of \$89,415.21.

**IN WITNESS WHEREOF**, I hereby declare, under penalty of perjury, that the above statement is true and correct on this 2 day of July, 2021, in Miami, Florida.



---

KEN FORREST

## **Exhibit C**

*(Notice Parties)*

Counsel for the Oversight Board

Proskauer Rose LLP  
Eleven Times Square  
New York, NY  
10036  
Attn: Martin J. Bienenstock, Esq.  
Ehud Barak Esq. and

Proskauer Rose LLP,  
70 West Madison  
Street, Chicago, IL  
60602  
Attn: Paul V. Possinger, Esq.

and

O'Neill & Borges LLC  
250 Mulioz Rivera Ave., Suite 800  
San Juan, PR 00918  
Attn: Hermann D. Bauer, Esq.

Counsel for the Puerto Rico Fiscal Agency and Financial Advisory Authority

Marini Pietrantoni Muniz  
LLC MCS Plaza, Suite 500  
255 Ponce de Le6n Ave  
San Juan, PR 00917  
Attn: Luis C. Marini-Biaggi, Esq.  
Carolina Velaz-Rivero Esq.

The Office of the United States Trustee for the District of Puerto Rico

Edificio Ochoa  
500 Tanca Street, Suite 301  
San Juan, Puerto Rico 00901 (re: In Commonwealth of Puerto Rico)

Counsel for the Official Committee of Unsecured Creditors

Paul Hastings  
200 Park Avenue  
New York, NY 10166  
Attn: Luc A. Despins, Esq.

Counsel for the Official Committee of Unsecured Creditors

Casillas, Santiago & Torres, LLC  
El Caribe office Building  
53 Palmeras Street, Ste. 1601  
San Juan, Puerto Rico 00901  
Attn: Juan J . Casillas Ayala, Esq.  
Alberto J.E. Aneses Negron, Esq.

Counsel for the Fee Examiner

Godfrey & Kahn S.C.  
One East Main Street, Suite 500  
Madison, Wisconsin 53703-3300  
Attn: Katherine Stadler, Esq.

and

EDGE Legal Strategies, PSG  
252 Ponce de Le6n  
Avenue Citibank Tower,  
12th Floor San Juan, PR  
00918  
Attn: Eyck O. Luge

U.S. Trustee

Office of the United States Trustee for the District of Puerto Rico  
Edificio Ochoa  
500 Tanca Street, Suite 301  
San Juan, PR 00901 (re: *In re: Commonwealth of Puerto Rico*)

Counsel for the Official Committee of Retired Employees

Jenner & Block LLP  
919 Third Ave.  
New York, NY 10022  
Attn: Robert Gordon, Esq.  
Richard Levin, Esq.

and

Jenner & Block LLP  
353 N. Clark Street  
Chicago, IL 60654  
Attn: Catherine Steege, Esq.  
Melissa Root, Esq.

and

Bennazar, Garcia & Milian, C.S.P.  
Edificio Union Plaza, PH-A,  
416 Ave. Ponce de Leon  
Hato Rey, PR 00918  
Attn: A.J. Bennazar-Zequeira, Esq.

Puerto Rico Department of Treasury

Puerto Rico Department of  
Treasury  
PO Box 9024140  
San Juan, PR 00902-4140  
Attn: Reylam Guerra Goderich, Deputy Assistant of Central Accounting  
Omar E. Rodriguez Perez, CPA, Assistant Secretary of Central Accounting  
Angel L. Pantoja Rodriguez, Deputy Assistant Secretary of Internal Revenue and Tax  
Policy  
Francisco Pares Alicea, Assistant Secretary of Internal Revenue and Tax Policy  
Francisco Pefia Montanez, CPA, Assistant Secretary of the Treasury

**Genovese Joblove & Battista, P.A.**

100 Southeast Second Street, 44th Floor  
Miami, Florida 33131  
Telephone (305) 349-2300 Facsimile (305) 349-2310  
Employer ID# 65-0518134

PROMESA - Official Committee of Unsecured Creditors

,

April 20, 2021  
Please Refer to  
Invoice Number: 100990

Attn:

GJB Tax ID No. 65-0518134

Re: PROMESA: Official Committee of Unsecured Creditors / Special Conflict Counsel

---

**SUMMARY / REMITTANCE COPY**

Client/Matter # 12272-001

PROMESA - Official Committee of Unsecured Creditors

PROMESA: Official Committee of Unsecured Creditors / Special Conflict Counsel

(Services rendered outside of Puerto Rico)

For fees for professional services for the period ending Feb 28, 2021	23,494.50
Costs incurred and advanced	14,197.68
<b>Current Fees and Costs Due</b>	<b>37,692.18</b>

We encourage our clients to page via ACH, however, in the event that you pay by check, please send payment to the remittance address below:

***TO PROTECT AGAINST FRAUD, the Firm will not change its wiring instructions via email. We strongly encourage clients to confirm any change in wiring instructions by contacting Ken Forrest @ 305-349-2312 or via email @ kforrest@gjb-law.com and requesting written and verbal confirmation.***

**Wiring and ACH Instructions:**

Bank Name: Biscayne Bank  
Bank Telephone: 305-447-5050  
Account Name: Genovese Joblove & Battista, P.A. - Operating  
Routing Number : 066015767  
Account Number : 21007711

**Remittance Address:**

Genovese Joblove & Battista, P.A.  
100 Southeast Second Street, 44th Floor  
Miami, Florida 33131

For payment, please reference the invoice, client and matter number(s) being paid.  
Please refer all questions to Ken Forrest @ 305-349-2312 or via email @ kforrest@gjb-law.com

**Genovese Joblove & Battista, P.A.**

100 Southeast Second Street, 44th Floor  
Miami, Florida 33131  
Telephone (305) 349-2300 Facsimile (305) 349-2310  
Employer ID# 65-0518134

PROMESA - Official Committee of Unsecured Creditors

,

April 20, 2021  
Please Refer to  
Invoice Number: 100990

Attn:

GJB Tax ID No. 65-0518134

Re: PROMESA: Official Committee of Unsecured Creditors / Special Conflict Counsel

---

FOR PROFESSIONAL SERVICES RENDERED  
for the period ending Feb 28, 2021

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
<b>B110 / Case Administration</b>					
02/01/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.50	195.00	97.50
02/02/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.50	195.00	97.50
02/03/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.40	195.00	78.00
02/04/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.30	195.00	58.50
02/08/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.50	195.00	97.50
02/09/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.40	195.00	78.00
02/10/21	JNS	Attention to update email from Joyce Delgado listing important events to calendar.	0.10	75.00	7.50
02/10/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.30	195.00	58.50
02/10/21	JZ	Receipt and review of Urgent Motion of the Oversight Board Requesting Extension of Deadlines for Submission of Plan of Adjustment or Term Sheet [ECF No. 15821]; receipt of Briefing Schedule on same [ECF No. 15822]; calendar deadlines in schedule; update electronic case profile.	0.40	195.00	78.00
02/11/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.30	195.00	58.50
02/12/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.40	195.00	78.00

PROMESA - Official Committee of Unsecured Creditors  
12272-001  
Invoice No. 100990

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02/16/21	JNS	Received, review, scan, save and calendar Fourth Amended Tolling Agreement for Banco Popular of Puerto Rico - Avoidance Claim and Oriental Financial Services. Update tracking charts. Circulate update email listing upcoming expiring Tolling Agreements.	0.80	75.00	60.00
02/16/21	JZ	Receipt and review of Order Granting Urgent Motion of the Oversight Board Requesting Extension of Deadlines for Submission of Plan of Adjustment or Term [ECF No. 15849]; calendar deadline to file proposed plan of adjustment; update electronic case profile.	0.30	195.00	58.50
02/16/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.60	195.00	117.00
02/17/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.30	195.00	58.50
02/17/21	JZ	Receipt and review of Notice of Dismissal filed in ADV 19-279; circulate same; update electronic case profile.	0.30	195.00	58.50
02/18/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.30	195.00	58.50
02/19/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.30	195.00	58.50
02/22/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.30	195.00	58.50
02/22/21	JNS	Update the tolling agreement tracking chart with new expiration date on the Amended Tolling Agreement for Foley & Lardner LLP. Update case file with same. Calendar new expiration date of same.	0.30	75.00	22.50
02/23/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.50	195.00	97.50
02/24/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.40	195.00	78.00
02/25/21	JZ	Receipt and review of Notice of Voluntary Dismissal as to: Northern Trust Company/OCH-Ziff Capital Management filed in ADV 19-281; circulate same; update electronic case profile.	0.30	195.00	58.50
02/25/21	JNS	Emails with Jesus Suarez regarding the Tolling Agreement Tracking chart.	0.20	75.00	15.00
02/26/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.50	195.00	97.50
<b>Subtotal: B110 / Case Administration</b>			9.50		\$1,684.50

B113 / Pleadings Review

02/01/21	JAD	Conference call with counsel for Creditors' Committee to discuss status of proceedings, pertinent litigation issues, pending motions, and budget (.6); review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for February 1, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary (1.2)	1.80	315.00	567.00
02/02/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for February 2, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	1.40	315.00	441.00
02/03/21	JAD	Conference call with counsel for Creditors' Committee to discuss status of proceedings, pertinent litigation issues, pending motions, and budget (.6); review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for February 3, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary (.8)	1.40	315.00	441.00
02/04/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for February 4, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	0.90	315.00	283.50
02/05/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for February 5, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	0.50	315.00	157.50
02/08/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for February February 6 through February, 8, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	1.20	315.00	378.00
02/09/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for February 9, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	0.70	315.00	220.50

02/10/21	JAD	Conference call with counsel for Creditors' Committee to discuss status of proceedings, pertinent litigation issues, pending motions, and budget (.5); review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for February 10, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary (9)	1.40	315.00	441.00
02/11/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for February 11, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	0.80	315.00	252.00
02/12/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for February 12, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	0.90	315.00	283.50
02/15/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for February 13 through February 15, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	0.50	315.00	157.50
02/16/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for February 16, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	1.70	315.00	535.50
02/17/21	JAD	Conference call with counsel for Creditors' Committee to discuss status of proceedings, pertinent litigation issues, pending motions, and budget (.2); review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for February 17, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary (.4)	0.60	315.00	189.00
02/18/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for February 18, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	0.50	315.00	157.50
02/19/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for February 19, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	0.40	315.00	126.00

02/23/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for February 20 through February 23, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	1.10	315.00	346.50
02/24/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for February 24, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	1.70	315.00	535.50
02/26/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for February 25 and February 26, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	1.90	315.00	598.50
<b>Subtotal: B113 / Pleadings Review</b>			19.40	\$6,111.00	

**B150 / Meetings of Creditors**

02/01/21	JA	Mediation strategy call with Committee.	0.50	575.00	287.50
02/08/21	JA	Confer with client regarding tolling agreements (.2); communications with Committee regarding legislation (.1)	0.30	575.00	172.50
02/17/21	JA	Confer with Committee on case strategy.	0.20	575.00	115.00
02/24/21	JA	Attend strategy conference with Committee regarding pending issues.	0.40	575.00	230.00
<b>Subtotal: B150 / Meetings of Creditors</b>			1.40	\$805.00	

**B160 / Fee/Employment Applications**

02/01/21	JA	Redact invoices for submission.	0.40	575.00	230.00
02/02/21	MGG	Coordinate with Carolyn Esser review and service of October Fee Statements.	0.30	575.00	172.50
02/02/21	CAS	Review October invoices; Preparation of Monthly Fee Cover Letter for October; Finalize and serve on Fee Examiner, US Trustee and Oversight Board; E-mail correspondence with M. Guitian and K. Forrest re: same.	1.00	150.00	150.00
02/02/21	CBH	Attention to fee statement letter for October; download invoices and corresponding documents for fifth interim fee application.	0.40	195.00	78.00
02/04/21	CBH	Begin preparation of fourth interim fee application (.4); review of deadline to file fee application and corresponding deadlines (.3); begin preparation of exhibits to fee application (.3).	1.00	195.00	195.00

02/04/21	CBH	Begin preparation of summary of fees and expenses for the months of Sept, Oct, and Nov (.3); review of monthly invoice statements; preparation of breakdown of fees and expenses by matter (.3).	0.60	195.00	117.00
02/08/21	JA	Finalize fee statements and communicate to committee.	0.20	575.00	115.00
02/11/21	JA	Redact invoices for submission.	0.30	575.00	172.50
02/12/21	CAS	Review December invoices; Prepare and serve GJB Monthly Fee Statement.	0.80	150.00	120.00
02/12/21	CAS	Prepare and serve GJB Monthly Fee Objection letter for October.	0.50	150.00	75.00
02/12/21	CAS	Prepare and serve GJB Monthly Fee Objection letter for November.	0.50	150.00	75.00
02/18/21	JZ	Conference with C. Hopkins regarding Fee Application and preliminary review of exhibits to same.	0.60	195.00	117.00
02/18/21	CBH	Review of December 2020 invoices (.2); review of December 2020 cover letter (.2); preparation of exhibits to include fees and expenses from December 2020 (.4); meeting with J. Zamora regarding addition of billing case background (.4)	1.20	195.00	234.00
02/22/21	CBH	Call with J. Zamora regarding billing section of fee application (.3); continue meeting regarding edits to task code descriptions (.3).	0.60	195.00	117.00
02/22/21	JZ	Conference with C. Hopkins regarding summary of services performed in the fee application and edits to task code descriptions (.6); revise and continue drafting Fee Application (2.0)	2.60	195.00	507.00
02/24/21	MGG	Coordinate with C. Esser service of March Budget. Reminder of Interim Fee Deadline.	0.20	575.00	115.00
02/24/21	JZ	Continue drafting Fifth Fee Application (1.5); e-mail latest version to C. Hopkins for review; conference with C. Hopkins regarding status of January fee statement and deadline to file (.5)	2.00	195.00	390.00
02/25/21	CAS	Finalize and serve March 2021 budget.	0.30	150.00	45.00
02/26/21	JA	Prepare correspondence to Fee Examiner regarding redactions to Fourth Interim Fee Application.	0.60	575.00	345.00
<b>Subtotal: B160 / Fee/Employment Applications</b>			14.10		\$3,370.00
<b>B161 / Budgeting</b>					
02/18/21	JA	Prepare, revise and circulate budget (.8); calculate trailing average by billing category (.4)	1.20	575.00	690.00
<b>Subtotal: B161 / Budgeting</b>			1.20		\$690.00

PROMESA - Official Committee of Unsecured Creditors  
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**B170 / Fee/Employment Objections**

02/12/21	MGG	Review Objection Statement Letter for October and November and approve for service.	0.30	575.00	172.50
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**Subtotal: B170 / Fee/Employment Objections**

0.30 \$172.50

**B191 / General Litigation**

02/01/21	JA	Review proposed draft proposal of UCC points for use in mediation.	0.90	575.00	517.50
02/02/21	JA	Attend mediation session.	1.00	575.00	575.00
02/03/21	JA	Review Commonwealth Claims Analysis.	0.80	575.00	460.00
02/03/21	AMC	Reviewed and analyzed claim reconciliation status deck distributed by mediation team in advance of mediation presentation	0.40	375.00	150.00
02/08/21	JA	Review correspondence regarding mediation from mediation team.	0.10	575.00	57.50
02/09/21	JMS	Review issues concerning impact of plan discussions on committee litigation (1.6); attention to tolling agreements (.3)	1.90	500.00	950.00
02/09/21	JA	Communication regarding plan agreement and further mediation.	0.20	575.00	115.00
02/10/21	JA	Prepare for and attend strategy call with client.	0.10	575.00	57.50
02/10/21	JA	Communication with SCC regarding tolling agreement.	0.20	575.00	115.00
02/10/21	JA	Review Order Scheduling Briefing for Extension of Time (.1); review Motion for Extension of Time (.2); review analysis of claims estimates (.2); review appellate decision of CONFINA as issue of equitable mootness is issue in Commonwealth Plan (.8)	1.30	575.00	747.50
02/10/21	JMS	Attention to issues concerning tolled claims and underwriter litigation.	1.20	500.00	600.00
02/11/21	JA	Attention to tolling agreements.	0.30	575.00	172.50
02/12/21	JMS	Review and espond to inquiry concerning clawback litigation from SCC counsel (.4); attention to tolling of unasserted underwriter related claims (.7)	1.10	500.00	550.00
02/16/21	JHG	Review confidential mediation proposal and claims analysis.	0.80	765.00	612.00
02/17/21	JHG	Review update from J. Delgado to identify and analyze strategic litigation issues.	0.70	765.00	535.50
02/18/21	JA	Email communication with SCC regarding tolling agreements as to target of pending litigation.	0.10	575.00	57.50

PROMESA - Official Committee of Unsecured Creditors  
 12272-001  
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02/22/21	JA	Review comments to draft default motion (.1); review draft default motion (.2); email correspondence with counsel for SCC regarding default (Postage by Phone) (.3)	0.60	575.00	345.00
02/22/21	JA	Review First Circuit Ruling.	0.20	575.00	115.00
02/23/21	JA	Review Amended PSA and presentation with emphasis on issues relevant to special litigation counsel.	1.80	575.00	1,035.00
02/24/21	JHG	Review agenda for committee call.	0.60	765.00	459.00
02/24/21	JA	Review analysis of GO BOND Holders PSA.	0.30	575.00	172.50
02/24/21	AMC	Review and analyze third amended stipulation and proposed consent order (Doc#:15795) concerning tolling of statute of limitations	0.20	375.00	75.00
02/24/21	AMC	Detailed review and analysis of high-level deck / presentation concerning newly-negotiated plan support agreement	0.40	375.00	150.00
02/25/21	JA	Strategize with J. Suarez.	0.40	575.00	230.00
02/25/21	JA	Strategize with J. Suarez regarding expiration of tolling agreements (.1); confer with counsel for SCC regarding tolling agreements (.1);	0.20	575.00	115.00
02/25/21	JA	Review FOMB mediation proposal.	0.60	575.00	345.00
02/25/21	JMS	Review issues concerning tolling agreements and avoidance actions (.7); confer and strategize with J. Arrastia (.1)	0.80	500.00	400.00
02/26/21	JMS	Review issues concerning avoidance claims and extensions of tolling agreements.	1.70	500.00	850.00
02/26/21	JZ	Receipt and review of Urgent motion for Leave of Court to File Fifth Amended Adversary Complaint [ECF No. 61] and Motion Submitting attachments to said Motion [ECF No. 62] filed in ADV 19-283; circulate same; update electronic case profile.	0.50	195.00	97.50
<b>Subtotal: B191 / General Litigation</b>			19.40	\$10,661.50	
<b>Total</b>			<b>65.30</b>	<b>\$23,494.50</b>	

**Timekeeper Summary**

<u>ID</u>	<u>Timekeeper Name</u>	<u>Title</u>	<u>BillHours</u>	<u>BillRate</u>	<u>BillAmount</u>
JHG	John H Genovese	Sr. Partner	2.10	765.00	1,606.50
JMS	Jesus M Suarez	Partner	6.70	500.00	3,350.00
MGG	Mariaelena Gayo-Guitian	Partner	0.80	575.00	460.00
JA	John Arrastia	Partner	13.20	575.00	7,590.00
JAD	Joyce A Delgado	Associate	19.40	315.00	6,111.00
AMC	Angelo M Castaldi	Associate	1.00	375.00	375.00
JNS	Jessey N Sardina	Paralegal	1.40	75.00	105.00
CAS	Carolyn A Scavone	Paralegal	3.10	150.00	465.00
CBH	Colleen B Hopkins	Paralegal	3.80	195.00	741.00
JZ	Johana Zamora	Paralegal	13.80	195.00	2,691.00
<b>Total</b>			<b>65.30</b>		<b>\$23,494.50</b>

**Costs and incurred and advanced**

<u>Date</u>	<u>Description</u>	<u>Amount</u>
02/19/2021	Data management and hosting (12272-001) Trustpoint.One 21-00458	7,098.84
02/28/2021	Data management and hosting (12272-001) Trustpoint.One 21-01776	7,098.84
<b>Total Costs incurred and advanced</b>		<b>\$14,197.68</b>
<b>Current Fees and Costs</b>		<b>\$37,692.18</b>

**Genovese Joblove & Battista, P.A.**

100 Southeast Second Street, 44th Floor  
Miami, Florida 33131  
Telephone (305) 349-2300 Facsimile (305) 349-2310  
Employer ID# 65-0518134

PROMESA - Official Committee of Unsecured Creditors

,

April 20, 2021  
Please Refer to  
Invoice Number: 100991

Attn:

GJB Tax ID No. 65-0518134

Re: PROMESA: Official Committee of Unsecured Creditors / PREPA Adversary - Puerto Rico Electric Power Authority

---

**SUMMARY / REMITTANCE COPY**

Client/Matter # 12272-002

PROMESA - Official Committee of Unsecured Creditors

PROMESA: Official Committee of Unsecured Creditors / PREPA Adversary - Puerto Rico Electric Power Authority

(Services rendered outside of Puerto Rico)

For fees for professional services  
for the period ending Feb 28, 2021

17,807.00

Costs incurred and advanced

**Current Fees and Costs Due**

17,807.00

We encourage our clients to page via ACH, however, in the event that you pay by check, please send payment to the remittance address below:

***TO PROTECT AGAINST FRAUD, the Firm will not change its wiring instructions via email. We strongly encourage clients to confirm any change in wiring instructions by contacting Ken Forrest @ 305-349-2312 or via email @ kforrest@gjb-law.com and requesting written and verbal confirmation.***

**Wiring and ACH Instructions:**

Bank Name: Biscayne Bank  
Bank Telephone: 305-447-5050  
Account Name: Genovese Joblove & Battista, P.A. - Operating  
Routing Number : 066015767  
Account Number : 21007711

**Remittance Address:**

Genovese Joblove & Battista, P.A.  
100 Southeast Second Street, 44th Floor  
Miami, Florida 33131

For payment, please reference the invoice, client and matter number(s) being paid.  
Please refer all questions to Ken Forrest @ 305-349-2312 or via email @ kforrest@gjb-law.com

**Genovese Joblove & Battista, P.A.**

100 Southeast Second Street, 44th Floor  
Miami, Florida 33131  
Telephone (305) 349-2300 Facsimile (305) 349-2310  
Employer ID# 65-0518134

PROMESA - Official Committee of Unsecured Creditors

,

April 20, 2021  
Please Refer to  
Invoice Number: 100991

Attn:

GJB Tax ID No. 65-0518134

Re: PROMESA: Official Committee of Unsecured Creditors / PREPA Adversary - Puerto Rico Electric Power Authority

---

FOR PROFESSIONAL SERVICES RENDERED  
for the period ending Feb 28, 2021

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
<b>B110 / Case Administration</b>					
02/02/21	JZ	Receipt and review of Second Amended Complaint filed in the Marrero Plaintiff's ADV 20-115; circulate same; update electronic case profile.	0.50	195.00	97.50
02/03/21	JZ	Review of A. Castaldi's internal memo regarding Second Amended Complaint in the Marrero Plaintiff's adversary case (.4); attention to numerous internal e-mails regarding strategy (.2)	0.60	195.00	117.00
02/18/21	JZ	Receipt and review of Parties For an Order Amending the Current Schedule for Responding to Plaintiffs Second Amended Complaint and Briefing any Motion to Dismiss filed in the Marrero Plaintiff's ADV 20-00115; receipt of Order Amending Briefing Schedule; calendar deadlines and hearing date contained in order; circulate same; update electronic case profile.	0.50	195.00	97.50
<b>Subtotal: B110 / Case Administration</b>				1.60	\$312.00
<b>B150 / Meetings of Creditors</b>					
02/26/21	JA	Confer with Committee regarding mediation strategy.	0.60	575.00	345.00
<b>Subtotal: B150 / Meetings of Creditors</b>				0.60	\$345.00
<b>B160 / Fee/Employment Applications</b>					
02/24/21	JA	Email communications with Fee Examiner.	0.10	575.00	57.50
<b>Subtotal: B160 / Fee/Employment Applications</b>				0.10	\$57.50
<b>B161 / Budgeting</b>					
02/03/21	JA	Revise December Fee Statements.	0.40	575.00	230.00

<b>Subtotal: B161 / Budgeting</b>			0.40	\$230.00	
<b>B191 / General Litigation</b>					
02/02/21	JA	Review correspondence regarding request relating to tolling agreements.	0.10	575.00	57.50
02/02/21	JMS	Work on arguments in support of motion to dismiss (2.7); and issues relating to appellate standing (1.9)	4.60	500.00	2,300.00
02/03/21	JA	Review amended complaint in AP115 and strategize.	2.20	575.00	1,265.00
02/03/21	AMC	Detailed review and analysis of second amended complaint filed by class plaintiffs against PREPA in Adv. Proc. No. 20-115, compare and consider said second amended complaint against earlier complaint filed in the case and against class action complaint filed in a related class action case, and prepare an internal analysis for consideration by team	2.70	375.00	1,012.50
02/04/21	JA	Consider and review arguments and points for Motion to Dismiss.	2.10	575.00	1,207.50
02/05/21	JA	Continued analysis and preparation of Motion to Dismiss.	2.40	575.00	1,380.00
02/13/21	JA	Review correspondence from FOMB to Plaintiffs regarding briefing.	0.10	575.00	57.50
02/15/21	JA	Review correspondence from Plaintiffs in AP 115.	0.10	575.00	57.50
02/16/21	JMS	Work on draft response to Motion to Dismiss Amended Complaint and analysis of supplemental arguments.	2.80	500.00	1,400.00
02/18/21	JA	Review Order Amending Briefing Schedule (.1); review Motion to Amend Schedule (.1)	0.20	575.00	115.00
02/18/21	AMC	Conduct substantial legal research of bankruptcy authorities concerning distinction between property-of-estate and property-of-debtor, and further concerning disputes concerning ownership of pre-petition litigation claims	4.60	375.00	1,725.00
02/23/21	JA	Confer and strategize with A. Castaldi regarding claims in AP 115 to be addressed in Motion to Dismiss and consideration for framing issues, specifically including damages and concept of pass through (1.2); review and analyze specific allegations of complaint (.4)	1.60	575.00	920.00
02/23/21	AMC	Review, analyze, and consider second amended complaint and, more specifically, each of the newly-raised declaratory relief requested therein, and begin legal research testing said theories	3.30	375.00	1,237.50
02/24/21	AMC	Review and analysis 83-page memorandum of law in support of PREPA's motion for summary judgment in Adv. No. 19-453	0.90	375.00	337.50

PROMESA - Official Committee of Unsecured Creditors  
12272-002  
Invoice No. 100991

Page 3

02/24/21	AMC	Conduct substantial research concerning, inter alia, sufficiency of declaratory relief claims, predicates for relief thereunder, and procedural / statutory bases for dismissal	2.90	375.00	1,087.50
02/25/21	JMS	Attention to development of arguments in opposition to dismissal and framing of potential appellate remedies.	2.80	500.00	1,400.00
02/25/21	AMC	Conduct legal analysis of current status of seminal Second and Third circuit, and related first circuit, authorities on derivative and non-derivative standing issues, as impacted by most-recent Third Circuit decisions on the same topic	2.40	375.00	900.00
02/26/21	JA	Attend mediation session.	0.70	575.00	402.50
<b>Subtotal: B191 / General Litigation</b>			36.50	<b>\$16,862.50</b>	
<b>Total</b>			<b>39.20</b>	<b>\$17,807.00</b>	

**Timekeeper Summary**

<u>ID</u>	<u>Timekeeper Name</u>	<u>Title</u>	<u>BillHours</u>	<u>BillRate</u>	<u>BillAmount</u>
JMS	Jesus M Suarez	Partner	10.20	500.00	5,100.00
JA	John Arrastia	Partner	10.60	575.00	6,095.00
AMC	Angelo M Castaldi	Associate	16.80	375.00	6,300.00
JZ	Johana Zamora	Paralegal	1.60	195.00	312.00
<b>Total</b>			<b>39.20</b>	<b>\$17,807.00</b>	

<b>Current Fees and Costs</b>	<b>\$17,807.00</b>
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**Genovese Joblove & Battista, P.A.**

100 Southeast Second Street, 44th Floor  
Miami, Florida 33131  
Telephone (305) 349-2300 Facsimile (305) 349-2310  
Employer ID# 65-0518134

PROMESA - Official Committee of Unsecured Creditors

,

April 20, 2021  
Please Refer to  
Invoice Number: 100992

Attn:

GJB Tax ID No. 65-0518134

Re: PROMESA: Official Committee of Unsecured Creditors / ERS Litigation - Employees Retirement System of the  
~~Government Commonwealth of Puerto Rico~~

**SUMMARY / REMITTANCE COPY**

Client/Matter # 12272-003

PROMESA - Official Committee of Unsecured Creditors

PROMESA: Official Committee of Unsecured Creditors / ERS Litigation - Employees Retirement System of the Government  
Commonwealth of Puerto Rico

(Services rendered outside of Puerto Rico)

For fees for professional services  
for the period ending Feb 28, 2021

2,567.00

Costs incurred and advanced

**Current Fees and Costs Due**

2,567.00

We encourage our clients to page via ACH, however, in the event that you pay by check, please send payment to the  
remittance address below:

***TO PROTECT AGAINST FRAUD, the Firm will not change its wiring instructions via email. We strongly encourage clients to confirm any change in wiring instructions by contacting Ken Forrest @ 305-349-2312 or via email @ kforrest@gjb-law.com and requesting written and verbal confirmation.***

**Wiring and ACH Instructions:**

Bank Name: Biscayne Bank  
Bank Telephone: 305-447-5050  
Account Name: Genovese Joblove & Battista, P.A. - Operating  
Routing Number : 066015767  
Account Number : 21007711

**Remittance Address:**

Genovese Joblove & Battista, P.A.  
100 Southeast Second Street, 44th Floor  
Miami, Florida 33131

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**Genovese Joblove & Battista, P.A.**

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Miami, Florida 33131  
Telephone (305) 349-2300 Facsimile (305) 349-2310  
Employer ID# 65-0518134

PROMESA - Official Committee of Unsecured Creditors

,

April 20, 2021  
Please Refer to  
Invoice Number: 100992

Attn:

GJB Tax ID No. 65-0518134

Re: PROMESA: Official Committee of Unsecured Creditors / ERS Litigation - Employees Retirement System of the  
~~Government Commonwealth of Puerto Rico~~

FOR PROFESSIONAL SERVICES RENDERED  
for the period ending Feb 28, 2021

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
<b>B110 / Case Administration</b>					
02/01/21	JZ	Receipt and review of Scheduling Order on Motion for Access to Sealed Materials filed by Noria Osorio de Cordero filed in ADV 19-357; calendar deadline to file status report; circulate same; update electronic case profile.	0.30	195.00	58.50
02/09/21	JZ	Receipt and review of Parties Joint Status Update regarding Osorio's Motion for Access to Sealed Materials filed in ADV. 19-357 [ECF No. 173]; receipt and review of Order approving stipulation on same [ECF No. 174]; circulate filings; update electronic case profile.	0.50	195.00	97.50
02/23/21	JZ	Receipt and review of Order regarding Defendants' Motion to Strike Plaintiffs' Reply to Defendants' Response to Statement of Material Undisputed Facts [ECF No. 170] and Order regarding Evidentiary Objections to the Declaration of Cecile Tirado Soto [ECF No. 170] entered in ADV. 19-367; circulate same; update electronic case profile.	0.50	195.00	97.50
02/23/21	JZ	Receipt and review of Order Granting Committees' Motion to Exclude Expert Testimony of Dr. Laura Gonzalez on Ultra Vires Issues filed in ADV No. 19-356, 19-357; 19-361; and 19-359; circulate filings; update each electronic case profile.	0.40	195.00	78.00
02/25/21	JZ	Receipt and review of Notice of Voluntary Dismissal as to: Northern Trust Company filed in ADV 19-355; circulate same; update electronic case profile.	0.30	195.00	58.50
02/25/21	JZ	Receipt and review of Notice of Voluntary Dismissal as to: Northern Trust Company/Future Fund Accounts; The Northern Trust Company filed in ADV 19-357; circulate same; update electronic case profile.	0.30	195.00	58.50
02/25/21	JZ	Receipt and review of Order regarding Defendants' Motion to Strike Plaintiffs' Reply to Defendants' Response to Statement of Material Undisputed Facts [ECF No. 170] and Order regarding Evidentiary Objections to the Declaration of Cecile Tirado Soto [ECF No. 170] entered in ADV. 19-367; circulate same; update electronic case profile.	0.30	195.00	58.50

<b>Subtotal: B110 / Case Administration</b>			2.60	\$507.00	
<b>B191 / General Litigation</b>					
02/03/21	JA	Review correspondence from SCC regarding Motion to Unseal and review court orders and access to sealed materials.	0.30	575.00	172.50
02/03/21	JA	Review Order to Show Cause and correspondence from SCC.	0.20	575.00	115.00
02/03/21	AMC	Review and analyze motion filed by creditor concerning sealed / confidential information concerning defendant identities, and corresponding order to show cause entered by the Court, and review / attend to multiple communications concerning the same	0.40	375.00	150.00
02/08/21	JA	Communications with SCC regarding strategy relating to clawback litigation (.2); review joint status update (.1)	0.30	575.00	172.50
02/08/21	JA	Email correspondence regarding clawback litigation among SCC and UCC counsel (.1); review proposed order in AP 357 (.1)	0.20	575.00	115.00
02/09/21	JA	Review correspondence from defendant in AP 361.	0.10	575.00	57.50
02/09/21	AMC	Conduct analysis of pending matters concerning Request for Access to Sealed Materials [ECF No. 170] filed in Case:19-00357-LTS, and consider communications with co-counsel concerning the same	0.40	375.00	150.00
02/16/21	JA	Review Mediation update.	0.20	575.00	115.00
02/23/21	JA	Review clawback filings for Notice of Dismissal, Leave to File, and Amended Clawback Complaint (.4); review correspondence regarding dismissal of defendant in AP 361 (.2)	0.60	575.00	345.00
02/23/21	JA	Review Order regarding defendants' evidentiary objections to declaration in AP 367 (.2); review Order on Motion to Strike Faith Declaration (.2)	0.40	575.00	230.00
02/23/21	JA	Review Order on Motion to Exclude Expert Testimony.	0.30	575.00	172.50
02/24/21	AMC	Reviewed and analyzed the Court's Order Regarding Motion to Exclude Expert Testimony of Dr. Laura Gonzalez, Order Regarding Defendants' Motion to Strike Plaintiffs' Reply to Statement of Undisputed Material Facts, Order Regarding Defendants' Evidentiary Objections to the Declaration of Cecile Tirado Soto	0.40	375.00	150.00
02/25/21	JA	Confer with A. Castaldi regarding Clearstream status in AP 361 (.1); review Dismissal in AP 281 (.2)	0.20	575.00	115.00
<b>Subtotal: B191 / General Litigation</b>			4.00	\$2,060.00	

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<b>Total</b>	<b>6.60</b>	<b>\$2,567.00</b>
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**Timekeeper Summary**

<u>ID</u>	<u>Timekeeper Name</u>	<u>Title</u>	<u>BillHours</u>	<u>BillRate</u>	<u>BillAmount</u>
JA	John Arrastia	Partner	2.80	575.00	1,610.00
AMC	Angelo M Castaldi	Associate	1.20	375.00	450.00
JZ	Johana Zamora	Paralegal	2.60	195.00	507.00
	<b>Total</b>		<b>6.60</b>		<b>\$2,567.00</b>

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<b>Current Fees and Costs</b>	<b>\$2,567.00</b>
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**Genovese Joblove & Battista, P.A.**

100 Southeast Second Street, 44th Floor  
Miami, Florida 33131  
Telephone (305) 349-2300 Facsimile (305) 349-2310  
Employer ID# 65-0518134

PROMESA - Official Committee of Unsecured Creditors

,

May 3, 2021  
Please Refer to  
Invoice Number: 101051

Attn:

GJB Tax ID No. 65-0518134

Re: PROMESA: Official Committee of Unsecured Creditors / Special Conflict Counsel

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**SUMMARY / REMITTANCE COPY**

Client/Matter # 12272-001

PROMESA - Official Committee of Unsecured Creditors

PROMESA: Official Committee of Unsecured Creditors / Special Conflict Counsel

(Services rendered outside of Puerto Rico)

For fees for professional services for the period ending Mar 31, 2021	44,704.00
Costs incurred and advanced	8,045.64
<b>Current Fees and Costs Due</b>	<b>52,749.64</b>

We encourage our clients to page via ACH, however, in the event that you pay by check, please send payment to the remittance address below:

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**Wiring and ACH Instructions:**

Bank Name: Biscayne Bank  
Bank Telephone: 305-447-5050  
Account Name: Genovese Joblove & Battista, P.A. - Operating  
Routing Number : 066015767  
Account Number : 21007711

**Remittance Address:**

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100 Southeast Second Street, 44th Floor  
Miami, Florida 33131

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Please refer all questions to Ken Forrest @ 305-349-2312 or via email @ kforrest@gjb-law.com

**Genovese Joblove & Battista, P.A.**

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Employer ID# 65-0518134

PROMESA - Official Committee of Unsecured Creditors

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May 3, 2021  
Please Refer to  
Invoice Number: 101051

Attn:

GJB Tax ID No. 65-0518134

Re: PROMESA: Official Committee of Unsecured Creditors / Special Conflict Counsel

---

FOR PROFESSIONAL SERVICES RENDERED  
for the period ending Mar 31, 2021

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
<b>B110 / Case Administration</b>					
03/01/21	JZ	Receipt and review of Order Further Amending Case Management Procedures (updated as the Fourteenth Amended Case Management Procedures); circulate same; update electronic case profile.	0.40	195.00	78.00
03/01/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.30	195.00	58.50
03/02/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.40	195.00	78.00
03/03/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.30	195.00	58.50
03/04/21	JZ	Receipt and review of Fifth Amended Complaint filed in ADV 19-283; circulate same; update electronic case profile.	0.60	195.00	117.00
03/04/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.40	195.00	78.00
03/05/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.40	195.00	78.00
03/08/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.40	195.00	78.00
03/09/21	JZ	Receipt and review of Status Report of the Oversight Board in Connection With March 10-11, 2021 Omnibus Hearing[ECF No. 15991]; circulate same; update electronic case profile.	0.30	195.00	58.50
03/09/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.40	195.00	78.00
03/10/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.50	195.00	97.50

03/11/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.40	195.00	78.00
03/12/21	JZ	Review of adversary dockets and recently entered omnibus orders; update master excel tracker to reflect recently dismissed defendants, current deadlines and adversary statuses.	2.90	195.00	565.50
03/12/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.60	195.00	117.00
03/12/21	JZ	Receipt and review of Tenth Supplemental Verified Statement of the Ad Hoc Group of General Obligation Bondholders Pursuant to Bankruptcy Rule 2019 [ECF No. 16034]; circulate same; update electronic case profile.	0.30	195.00	58.50
03/15/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.30	195.00	58.50
03/16/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.40	195.00	78.00
03/17/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.50	195.00	97.50
03/18/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.40	195.00	78.00
03/19/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.40	195.00	78.00
03/22/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.60	195.00	117.00
03/23/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.40	195.00	78.00
03/24/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.30	195.00	58.50
03/25/21	JNS	Update tolling case file with Amended Tolling Agreements for URS and Genesis Security. Update tolling tracking chart and calendar with new expiration dates.	0.50	75.00	37.50
03/25/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.40	195.00	78.00
03/26/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.40	195.00	78.00
03/29/21	JNS	Update tolling agreement folder with new executed Amended Tolling Agreements for Petrowest. Update tracking chart and calendar with the new expiration date. Circulate tracking chart to Jesus M. Suarez for his review of upcoming deadlines.	0.40	75.00	30.00
03/29/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.40	195.00	78.00

PROMESA - Official Committee of Unsecured Creditors  
12272-001  
Invoice No. 101051

Page 3

03/30/21	JNS	Review and save in case file Amended Tolling Agreement for 1. Banco Popular of Puerto Rico - Avoidance Claim 2. Cabrera Auto Group 3. Cabrera Grupo Automotriz 4. Petrobras America, Inc Update tracking chart and calendar with new expiration dates. Circulate updated tracking chart.	0.90	75.00	67.50
03/30/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.40	195.00	78.00
03/31/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.50	195.00	97.50
<b>Subtotal: B110 / Case Administration</b>			15.80		\$2,865.00
<b>B113 / Pleadings Review</b>					
03/01/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for February 27 through March 1, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	1.80	315.00	567.00
03/02/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for March 2, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	1.20	315.00	378.00
03/03/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for March 3, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	0.60	315.00	189.00
03/04/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for late March 3 and March 4, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	1.80	315.00	567.00
03/05/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for March 5, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	3.90	315.00	1,228.50
03/08/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for March 6 through March 8, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	1.30	315.00	409.50

03/09/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for late March 8 and March 9, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	4.90	315.00	1,543.50
03/10/21	JAD	Conference call with counsel for Creditors' Committee to discuss status of proceedings, pertinent litigation issues, pending motions, and budget (1.0); review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for March 10, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary (1.2)	2.20	315.00	693.00
03/11/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for March 11, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary (.4)	1.30	315.00	409.50
03/15/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for March 13 through March 15, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	1.80	315.00	567.00
03/16/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for late March 16, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	1.40	315.00	441.00
03/17/21	JAD	Conference call with counsel for Creditors' Committee to discuss status of proceedings, pertinent litigation issues, pending motions, and budget (.9); review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for March 17, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary (1.4)	2.20	315.00	693.00
03/18/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for March 18, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	1.20	315.00	378.00
03/19/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for March 19, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	2.30	315.00	724.50

03/22/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for March 20 through 22, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	1.20	315.00	378.00
03/23/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for March 23, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	1.30	315.00	409.50
03/24/21	JAD	Conference call with counsel for Creditors' Committee to discuss status of proceedings, pertinent litigation issues, pending motions, and budget (.6); review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for March 24, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary (.9)	1.50	315.00	472.50
03/25/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for March 25, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	1.30	315.00	409.50
03/26/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for March 26, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	1.20	315.00	378.00
03/29/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for March 27 through 29, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	2.20	315.00	693.00
03/30/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for late March 30, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	1.20	315.00	378.00
03/31/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for late March 30 and March 31, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	2.80	315.00	882.00

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<b>Subtotal: B113 / Pleadings Review</b>			40.60	\$12,789.00	
<b>B150 / Meetings of Creditors</b>					
03/24/21	JA	Attend weekly Committee call regarding case strategy.	0.30	575.00	172.50
<b>Subtotal: B150 / Meetings of Creditors</b>			0.30	\$172.50	
<b>B155 / Court Hearings</b>					
03/10/21	JA	Attend Omnibus hearing.	0.40	575.00	230.00
<b>Subtotal: B155 / Court Hearings</b>			0.40	\$230.00	
<b>B160 / Fee/Employment Applications</b>					
03/01/21	CBH	E-mail correspondence with J. Arrastia regarding January final invoices for fee application and deadline to file.	0.30	195.00	58.50
03/03/21	JZ	Receipt and review of Fee Examiner's Report on Uncontested Professional Fee Matters for Consideration in Connection with the March 10, 2021 Omnibus Hearing which includes GJB's Fourth Interim Application; circulate same; update electronic case profile.	0.40	195.00	78.00
03/05/21	JZ	Correspondence with C. Hopkins regarding status of January budget to incorporate in Fee Application and upcoming hearing on GJB's Fourth Fee Application (.3); review of Budgets and staffing (.5); e-mails to accounting regarding additional information needed to complete exhibits (.3);	1.10	195.00	214.50
03/05/21	CBH	E-mail correspondence with J. Arrastia regarding January invoices and finalization (.3); e-mail correspondence with accounting regarding reports for completion of fee application (.3).	0.60	195.00	117.00
03/08/21	JZ	Continue drafting of Fifth Fee Application (.8); conference with C. Hopkins regarding task codes and exhibits (.6); review of billing reports (.5); continue preparation of exhibits (.5)	2.40	195.00	468.00
03/08/21	CBH	Review of draft fifth interim fee application (.3); meeting with J. Zamora regarding summary of fees (.3); review time code exhibits and corresponding invoices (.3); review and formatting of proposed order (.3).	1.20	195.00	234.00
03/09/21	CBH	E-mail correspondence with K. Forest regarding reimbursements for fee application; receipt and review of numbers; complete related exhibit.	0.40	195.00	78.00
03/11/21	CBH	Attention to draft fee application and exhibits; meeting with J. Zamora regarding same (.3); e-mail correspondence with J. Arrastia regarding review for edits (.3).	0.60	195.00	117.00

03/11/21	JZ	Continue preparation of fifth interim fee application (.6); continue calculating amount to be included in exhibits based on accounting reports (.8); review of monthly budgets (.5); review of invoices (.5); meeting with C. Hopkins regarding status (.3)	2.20	195.00	429.00
03/15/21	JA	Revise and finalize Interim Fee Application.	0.60	575.00	345.00
03/15/21	MGG	Review and confer with Carolyn Scavone re: service of January 2021 Fee Statements.	0.30	575.00	172.50
03/15/21	AMC	Review, analyze, and prepare revisions to Firm's application for compensation.	1.40	375.00	525.00
03/15/21	CAS	Preparation of Monthly Fee Cover Letter with Declaration of K. Forrest.	1.00	150.00	150.00
03/15/21	CAS	Finalize and serve Monthly Fee Cover Letter on U.S. Trustee, Fee Examiner and Oversight Board.	0.80	150.00	120.00
03/15/21	CBH	Attention to e-mail correspondence from J. Arrastia regarding edits to fee application (.3); meeting with J. Zamora regarding blended rates and time spent on preparation of fee applications (.3); attention to final edits to fee application; review of holdback and total amount paid (.3); meeting with J. Zamora regarding finalization and filing (.2).	1.10	195.00	214.50
03/15/21	JZ	Conferences with accounting regarding inquiries on billing reports (.3); calculate numerous figures to include in the Fee Application exhibits (blended rate, rate by particular attorneys; tabulation of hours per code and attorney, amounts spent preparing Fee Applications, Holdbacks, etc) (3.0); conference with C. Esser regarding January budget and the need to serve same so it can be included as an exhibit to the Fee Application (.5); receipt of Order Granting GJB's 4th Fee Application; revise current Fee Application to include the amounts awarded to GJB, along with the holdback amounts (.5); addition to case background (.8); circulate current version to attorneys; receipt of redline comments to Fee Application from J. Arrastia and A. Castaldi; review comments and respond to same along with my additional revisions to Application to conform with certain requests (1.); finalize Fee Application (.6); organize exhibits (.3); finalize and file Fifth Fee Application and Notice of Hearing (.4); calendar haring date and objection deadline' circulate filed version; update electronic case profile (.2)	7.20	195.00	1,404.00
03/16/21	JZ	Conference with C. Hopkins regarding service of GJB's Fifth Interim Fee Application (.3); retrieve Prime Clerk's master service list for the month of March (.1)	0.40	195.00	78.00
03/17/21	JZ	Review of case management summary to verify service procedure for GJB's Fifth Interim Fee Application (.3); commence serving Fee Application and Notice of Hearing via U.S. Mail upon all parties requiring said service on the 46 page master service list; commence serving the Fee Application and Notice of Hearing via e-mail upon the parties listed on the first 15 pages of the 46 page service list (1.7)	2.00	195.00	390.00

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03/18/21	JZ	Finalize the electronic service of the Fifth Fee Application and Notice of Hearing upon the parties who requested service via e-mail on pages 16-46 of the master service list requesting service via E-Mail 15 pages of the 46 page service list (.15) draft and file Certificate of Service (.5)	2.00	195.00	390.00
03/24/21	CBH	Receipt and review of e-mail correspondence from J. Arrastia and M. Guitian regarding April budget.	0.30	195.00	58.50
03/31/21	CAS	Prepare and serve GJB Monthly Fee Objection Statement for December.	0.60	150.00	90.00
03/31/21	CAS	Prepare and serve GJB Monthly Fee Objection Statement for January 2021.	0.60	150.00	90.00
<b>Subtotal: B160 / Fee/Employment Applications</b>			27.50	<b>\$5,821.50</b>	
<b>B161 / Budgeting</b>					
03/02/21	JA	Finalize Fee Statements for conformity with Fee Examiner guidelines and correspond with client.	0.60	575.00	345.00
03/15/21	JA	Create April Budget.	0.40	575.00	230.00
<b>Subtotal: B161 / Budgeting</b>			1.00	<b>\$575.00</b>	
<b>B191 / General Litigation</b>					
03/01/21	JA	Strategy session regarding mediation and counter proposal.	0.80	575.00	460.00
03/01/21	JMS	Review issues concerning expiring tolling agreements and vendor avoidance actions.	1.20	500.00	600.00
03/01/21	JZ	Receipt and review of Order Granting Urgent motion for Leave of Court to File Fifth Amended Adversary Complaint filed in ADV 19-283; calendar deadline to file amended complaint; circulate same; update electronic case profile.	0.30	195.00	58.50
03/02/21	JA	Review amended summons in AP 283 (.1); review draft responses to OSC in Clawback actions (.2); confer with N. Bassett (.1)	0.40	575.00	230.00
03/03/21	JA	Review Response to Counter Proposal (.1); review FOMB proposal to ERS and analyze same (.2)	0.30	575.00	172.50
03/04/21	JMS	Work on issues relating to tolling agreements and development of claims related to plan/confirmation objection strategy.	1.90	500.00	950.00
03/05/21	JA	Confer with SCC regarding tolling agreements.	0.10	575.00	57.50

03/05/21	AMC	Review and analyze the Order Further Amending Case Management Procedures. The Thirteenth Amended Notice, Case Management and Administrative Procedures [DE 13512], and the Committee's Joinder to Ambac Assurance Corporation's Motion for Entry of Order Authorizing Discovery Under Bankruptcy Rule 2004 Concerning Commonwealth Assets	0.40	375.00	150.00
03/07/21	JA	Review Mediation update.	0.10	575.00	57.50
03/08/21	JA	Initial brief review of Plan of Adjustment and Disclosure Statement regarding litigation points.	1.80	575.00	1,035.00
03/09/21	JA	Attention to tolling agreements and confer with SCC regarding scope and 31 tolled defendants (.3); review FOMB status report (.2); review AAFAF status report (.2)	0.70	575.00	402.50
03/09/21	JA	Strategize with J. Suarez regarding litigation issues relating to Plan of Adjustment (.6); continued review of Plan of Adjustment and analysis relating to litigation (4.1)	4.70	575.00	2,702.50
03/09/21	JZ	Receipt and review of the Second Amended Title III Joint Plan of Adjustment of the Commonwealth of Puerto Rico [ECF No. 15976] and the Disclosure Statement for the Second Amended Title III Joint Plan of Adjustment [ECF No. 15988]; circulate same; update electronic case profile.	0.60	195.00	117.00
03/10/21	JA	Prepare correspondence to Committee regarding tolling agreements (.2); teleconference with Committee regarding case status and litigation strategy (.9)	1.10	575.00	632.50
03/10/21	JA	Review analysis of Plan of Adjustment (.6); review and analyze Disclosure Statement with respect to litigation claims (3.4); analyze invalidity actions (.8)	4.80	575.00	2,760.00
03/10/21	AMC	Review and analyze plan of adjustment's schedule concerning avoidance claims.	0.30	375.00	112.50
03/11/21	JMS	Continued analysis of plan of adjustment in support of pending litigation claims against underwriters.	1.70	500.00	850.00
03/12/21	JA	Confer with SCC regarding tolling agreements.	0.10	575.00	57.50
03/15/21	JA	Analyze Plan and Disclosure Statement regarding treatment of underwriter litigation.	0.60	575.00	345.00
03/17/21	JHG	Review status of Revenue Bond litigation and summary judgment issues and Ambac 2004 discovery.	1.70	765.00	1,300.50
03/17/21	JA	Review and execute tolling agreement.	0.20	575.00	115.00
03/17/21	JMS	Attention to expiring tolling agreements and issues with vendor avoidance actions.	1.70	500.00	850.00
03/17/21	JNS	Received, review, save in case file, update tracking chart with new expiration date and amended date, update calendar with new expiration date.	0.30	75.00	22.50

PROMESA - Official Committee of Unsecured Creditors  
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03/18/21	JA	Review draft Motion to Approve Tolling Agreement Settlement Procedures.	0.30	575.00	172.50
03/19/21	AMC	Substantial review and analysis of amended plan filed by the Oversight Board, with particular reference to impact on pending litigation and contested matters	3.20	375.00	1,200.00
03/22/21	JA	Confer and strategize with Nick Bassett on Motion to Approve Tolled Settlement Agreements.	0.20	575.00	115.00
03/22/21	JMS	Attention to expiring tolling agreements and issues regarding vendor avoidance actions.	0.90	500.00	450.00
03/22/21	AMC	Review, analyze, and confer / strategize internally concerning proposed motion by Special Claims Committee regarding tolled defendants	0.80	375.00	300.00
03/23/21	JA	Communications with T. Axelrod regarding Tolling Settlement Procedures motion.	0.10	575.00	57.50
03/23/21	JMS	Review issues related to motion to dismiss AP-115 and provide analysis regarding same.	2.30	500.00	1,150.00
03/24/21	JMS	Attention to expiration of tolling agreements and issues with vendor avoidance claims.	1.80	500.00	900.00
03/24/21	JA	Confer with SCC regarding Tolling Agreements.	0.10	575.00	57.50
03/24/21	AMC	Review and analysis of disclosure statement with emphasis on impact on litigation and settlement.	2.60	375.00	975.00
03/25/21	JA	Confer with counsel regarding tolling settlements.	0.10	575.00	57.50
03/25/21	JA	Review and execute Tolling Agreements.	0.10	575.00	57.50
03/25/21	JA	Confer with Proskauer regarding coordination of meet and confer with Plaintiffs in AP 115 and briefing.	0.10	575.00	57.50
03/26/21	JA	Review revisions to Tolling Agreement Settlement Procedures Motion.	0.10	575.00	57.50
03/29/21	JA	Extensive communications with Brown Rudnick and CST regarding pending Tolling Agreements and execution of Agreements (.4); research case file regarding outstanding agreements (.2)	0.60	575.00	345.00
03/30/21	JHG	Review budget for April.	0.50	765.00	382.50
03/30/21	JMS	Attention to issues arising from settlement procedures of vendor avoidance actions, extensions to tolling agreements.	1.80	500.00	900.00
03/31/21	JA	Confer with counsel regarding Tolling Agreements and form of proposed motion (.2); review form (.2); email correspondence to Tristan Axelrod regarding scope and nature of tolled claims (.4); review revised motion (.1); confer with counsel (.1); confer with SCC regarding additional revision to Tolling Motions (.3)	1.30	575.00	747.50

<b>Subtotal: B191 / General Litigation</b>	42.70	\$22,021.00
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**B260 / Meetings of and Communications with Board**

03/10/21	JA	Confer with local counsel regarding tolling agreements (.2); confer with SCC regarding tolling agreements (.1); confer with Matt Sawyer regarding tolling agreement (.1)	0.40	575.00	230.00
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<b>Subtotal: B260 / Meetings of and Communications with Board</b>	0.40	\$230.00
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<b>Total</b>	<b>128.70</b>	<b>\$44,704.00</b>
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**Timekeeper Summary**

<u>ID</u>	<u>Timekeeper Name</u>	<u>Title</u>	<u>BillHours</u>	<u>BillRate</u>	<u>BillAmount</u>
JHG	John H Genovese	Sr. Partner	2.20	765.00	1,683.00
JMS	Jesus M Suarez	Partner	13.30	500.00	6,650.00
MGG	Mariaelena Gayo-Guitian	Partner	0.30	575.00	172.50
JA	John Arrastia	Partner	21.40	575.00	12,305.00
JAD	Joyce A Delgado	Associate	40.60	315.00	12,789.00
AMC	Angelo M Castaldi	Associate	8.70	375.00	3,262.50
JNS	Jessey N Sardina	Paralegal	2.10	75.00	157.50
CAS	Carolyn A Scavone	Paralegal	3.00	150.00	450.00
CBH	Colleen B Hopkins	Paralegal	4.50	195.00	877.50
JZ	Johana Zamora	Paralegal	32.60	195.00	6,357.00
<b>Total</b>			<b>128.70</b>		<b>\$44,704.00</b>

**Costs and incurred and advanced**

<u>Date</u>	<u>Description</u>	<u>Amount</u>
	Pacer - Online Research	946.80
03/31/2021	Data management and hosting (12272-001) Trustpoint.One 21-02345	7,098.84

<b>Total Costs incurred and advanced</b>	<b>\$8,045.64</b>
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<b>Current Fees and Costs</b>	<b>\$52,749.64</b>
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**Genovese Joblove & Battista, P.A.**

100 Southeast Second Street, 44th Floor  
Miami, Florida 33131  
Telephone (305) 349-2300 Facsimile (305) 349-2310  
Employer ID# 65-0518134

PROMESA - Official Committee of Unsecured Creditors

,

May 3, 2021  
Please Refer to  
Invoice Number: 101052

Attn:

GJB Tax ID No. 65-0518134

Re: PROMESA: Official Committee of Unsecured Creditors / PREPA Adversary - Puerto Rico Electric Power Authority

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**SUMMARY / REMITTANCE COPY**

Client/Matter # 12272-002

PROMESA - Official Committee of Unsecured Creditors

PROMESA: Official Committee of Unsecured Creditors / PREPA Adversary - Puerto Rico Electric Power Authority

(Services rendered outside of Puerto Rico)

For fees for professional services for the period ending Mar 31, 2021	53,990.50
Costs incurred and advanced	418.00
<b>Current Fees and Costs Due</b>	<b>54,408.50</b>

We encourage our clients to page via ACH, however, in the event that you pay by check, please send payment to the remittance address below:

***TO PROTECT AGAINST FRAUD, the Firm will not change its wiring instructions via email. We strongly encourage clients to confirm any change in wiring instructions by contacting Ken Forrest @ 305-349-2312 or via email @ kforrest@gjb-law.com and requesting written and verbal confirmation.***

**Wiring and ACH Instructions:**

Bank Name: Biscayne Bank  
Bank Telephone: 305-447-5050  
Account Name: Genovese Joblove & Battista, P.A. - Operating  
Routing Number : 066015767  
Account Number : 21007711

**Remittance Address:**

Genovese Joblove & Battista, P.A.  
100 Southeast Second Street, 44th Floor  
Miami, Florida 33131

For payment, please reference the invoice, client and matter number(s) being paid.  
Please refer all questions to Ken Forrest @ 305-349-2312 or via email @ kforrest@gjb-law.com

**Genovese Joblove & Battista, P.A.**

100 Southeast Second Street, 44th Floor  
Miami, Florida 33131  
Telephone (305) 349-2300 Facsimile (305) 349-2310  
Employer ID# 65-0518134

PROMESA - Official Committee of Unsecured Creditors

,

May 3, 2021  
Please Refer to  
Invoice Number: 101052

Attn:

GJB Tax ID No. 65-0518134

Re: PROMESA: Official Committee of Unsecured Creditors / PREPA Adversary - Puerto Rico Electric Power Authority

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FOR PROFESSIONAL SERVICES RENDERED  
for the period ending Mar 31, 2021

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
<b>B110 / Case Administration</b>					
03/17/21	JZ	Receipt and review of Order Regarding Status Report of the Government Parties Regarding the COVID-19 Pandemic and the 9019 Motion; calendar deadline to file updated status report; update electronic case profile.	0.20	195.00	39.00
03/18/21	JZ	Conference with A. Castaldi regarding upcoming deadline to file Motion to Dismiss in the PREPA Adv; review of case management procedures to confirm the PROMESA guidelines regarding page limitation, memorandum, etc regarding filing said motion; review case management order; draft response with findings.	0.60	195.00	117.00
03/30/21	JZ	Receipt and review of PREPA's Memorandum of Law in Support of Motion to Dismiss Plaintiff's Second Amended Complaint [ECF No. 41]; circulate same; calendar hearing date; update electronic case profile.	0.40	195.00	78.00
03/30/21	JZ	Receipt and review of UCC's Joinder to PREPA's Motion to Dismiss Adversary Complaint; circulate same; update electronic case profile.	0.40	195.00	78.00
<b>Subtotal: B110 / Case Administration</b>				1.60	\$312.00
<b>B161 / Budgeting</b>					
03/11/21	JA	Review and revise Interim Fee Application.	0.60	575.00	345.00
<b>Subtotal: B161 / Budgeting</b>				0.60	\$345.00
<b>B191 / General Litigation</b>					
03/05/21	JMS	Work on Motion to Dismiss AP -115	1.60	500.00	800.00
03/10/21	JMS	Continued work on Motion to Dismiss -115	1.60	500.00	800.00

PROMESA - Official Committee of Unsecured Creditors  
12272-002  
Invoice No. 101052

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03/10/21	AMC	Review of declaratory judgment statute and resume research concerning appropriate matters invoking said statute.	1.20	375.00	450.00
03/10/21	JZ	Receipt and review of the Status Report of the Government Parties Regarding the COVID-19 Pandemic and the 9019 Motion [ECF No. 2394]; circulate same; update electronic case profile.	0.30	195.00	58.50
03/11/21	JA	Prepare and revise sections of draft Motion to Dismiss in AP 115	2.80	575.00	1,610.00
03/15/21	JA	Review meet and confer correspondence regarding AP 115.	0.60	575.00	345.00
03/15/21	AMC	Substantial legal research of PROMESA statute, the Honorable Judge Swain's prior orders, and First Circuit case law analyzing the same concerning the interplay between Section 904 of the Bankruptcy Code and Section 305 of PROMESA.	1.80	375.00	675.00
03/15/21	AMC	Substantial legal research concerning cases: applying the declaratory judgment statute, 28 USC s. 2201 et seq., Section 904 of the Bankruptcy Code; and theories of dismissal relating to subject matter jurisdiction and declaratory relief.	5.80	375.00	2,175.00
03/16/21	JA	Strategize regarding arguments and issues in Motion to Dismiss and outline same	1.70	575.00	977.50
03/16/21	JMS	Attention to issues raised by Marrero Plaintiffs.	2.10	500.00	1,050.00
03/16/21	AMC	Prepare, revise, and conduct legal research concerning substantial memorandum of law in support of Committee's motion to dismiss in Adv. Case 20-115	7.20	375.00	2,700.00
03/16/21	AMC	Substantial review and analysis of meet and confer letter distributed by FOMB counsel, including review of numerous authorities cited therein	1.80	375.00	675.00
03/17/21	JA	Additional preparation and revision of initial portions of Motion to Dismiss (1.7); Research and analyze case file for factual elements and chronology of Motion to Dismiss (1.6)	3.30	575.00	1,897.50
03/17/21	JA	Review analysis regarding negotiations with FOMB regarding plan.	0.20	575.00	115.00
03/17/21	AMC	Prepare, revise, and conduct legal research concerning substantial memorandum of law in support of Committee's motion to dismiss in Adv. Case 20-115	8.90	375.00	3,337.50
03/18/21	JA	Review and analyze draft sections of Motion to Dismiss AP115 from A. Castaldi and strategize regarding arguments and structure.	2.20	575.00	1,265.00
03/18/21	JMS	Work on Motion to Dismiss AP -115 and provide research and analysis regarding same.	2.30	500.00	1,150.00
03/18/21	AMC	Prepare, revise, and conduct legal research concerning substantial memorandum of law in support of Committee's motion to dismiss in Adv. Case 20-115	8.20	375.00	3,075.00

03/19/21	JA	Review correspondence from opposing counsel in AP 115.	0.10	575.00	57.50
03/19/21	JA	Revise draft Motion to Dismiss in AP 115 and Intervenor and prepare additional arguments (3.1); Legal research and analysis regarding arguments (.8)	3.90	575.00	2,242.50
03/22/21	JA	Review Meet and Confer correspondence from Plaintiffs in AP 115 (.6);	0.60	575.00	345.00
03/23/21	JA	Review and revise Motion to Dismiss arguments (1.6); Strategize and organize arguments (1.3); Legal research and analysis (.7)	3.60	575.00	2,070.00
03/23/21	AMC	Conduct legal research concerning standards of review under Rules 12(b)(1), (b)(2), and (b)(6) in the First (and other) circuit court of appeal	1.10	375.00	412.50
03/24/21	JA	Confer and strategize with N. Bassett regarding Avoidance Action tolling issue.	0.20	575.00	115.00
03/24/21	JMS	Work on Motion to Dismiss AP -115.	2.80	500.00	1,400.00
03/24/21	AMC	Review and conduct legal research concerning §550 (d)	1.60	375.00	600.00
03/24/21	AMC	Review, analyze, and consider letter/memorandum distributed by counsel for Jones class plaintiffs.	0.40	375.00	150.00
03/25/21	JA	Analyze Plaintiffs response to meet and confer correspondence (.4) ; Continued preparation, drafting, and revision of Motion to Dismiss Counts I and II of Complaint in AP 115 (3.4)	3.80	575.00	2,185.00
03/26/21	JA	Confer and strategize with counsel for SCC regarding Motions to Dismiss in AP 115.	0.60	575.00	345.00
03/26/21	JA	Meet and confer with plaintiffs in AP 115.	0.20	575.00	115.00
03/26/21	JA	Continued review, preparation, and revisions of Motion to Dismiss AP 115	4.20	575.00	2,415.00
03/26/21	JMS	Review issues relating to Motion to Dismiss Declaratory Action complaint by Marrero Class Action Plaintiffs.	1.60	500.00	800.00
03/26/21	AMC	Review, analyze, and consider substantive revisions and comments made by J.Arrastia to legal memorandum in support of 12(b)(1) and (b)(6) dismissal, and prepare substantial revisions to said memorandum, and conduct supplemental research further thereto	8.70	375.00	3,262.50
03/27/21	JA	Continued strategy, analysis, and preparation of Motion to Dismiss	5.30	575.00	3,047.50
03/28/21	JA	Several sets of revisions to Motion to Dismiss (4.6); confer and strategize with Angelo Castaldi (.7); confer and strategize with J. Suarez (.3); prepare correspondence to Committee with Draft (.2)	5.80	575.00	3,335.00

PROMESA - Official Committee of Unsecured Creditors  
12272-002  
Invoice No. 101052

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03/29/21	JA	Revise draft Motion to Dismiss (1.1); confer with Proskauer counsel for FOMB (.1); confer with co-counsel (.4); review FOMB draft Motion to Dismiss (.6)	2.10	575.00	1,207.50
03/29/21	JMS	Provide input, research and analysis regarding motion to dismiss AP -114 regarding Marrero plaintiffs.	2.80	500.00	1,400.00
03/29/21	AMC	Continue preparation of brief in support of motion to dismiss for filing and 20-115, and conduct supplemental and additional research concerning standing of debtor representative to assert Chapter 5 avoidance claims	5.20	375.00	1,950.00
03/29/21	CBH	Meeting with A. Castaldi regarding preparation of TOC and TOA for motion to dismiss; review of document.	0.40	195.00	78.00
03/30/21	JA	Final revisions to Joinder of Motion to Dismiss (.9); confer and coordinate with L. Rappaport (.2)	1.10	575.00	632.50
03/30/21	AMC	Prepare final revisions to brief in support of motion to dismiss for filing and 20-115, and coordination concerning filing of the same	3.20	375.00	1,200.00
03/30/21	CBH	Review of motion to dismiss (.3); preparation of table of contents (.7); preparation of table of authorities (.8); meeting and e-mail correspondence with A. Casteldi regarding final edits (.3).	2.10	195.00	409.50
<b>Subtotal: B191 / General Litigation</b>			115.00	<b>\$52,931.00</b>	
<b>B260 / Meetings of and Communications with Board</b>					
03/17/21	JA	Attend Committee meeting regarding case issues and strategy.	0.60	575.00	345.00
03/29/21	JA	Confer with Committee Chair regarding case strategy.	0.10	575.00	57.50
<b>Subtotal: B260 / Meetings of and Communications with Board</b>			0.70	<b>\$402.50</b>	
<b>Total</b>			<b>117.90</b>	<b>\$53,990.50</b>	

**Timekeeper Summary**

ID	Timekeeper Name	Title	BillHours	BillRate	BillAmount
JMS	Jesus M Suarez	Partner	14.80	500.00	7,400.00
JA	John Arrastia	Partner	43.60	575.00	25,070.00
AMC	Angelo M Castaldi	Associate	55.10	375.00	20,662.50
CBH	Colleen B Hopkins	Paralegal	2.50	195.00	487.50
JZ	Johana Zamora	Paralegal	1.90	195.00	370.50
<b>Total</b>			<b>117.90</b>	<b>\$53,990.50</b>	

**Costs and incurred and advanced**

Date	Description	Amount
	Pacer - Online Research	418.00

PROMESA - Official Committee of Unsecured Creditors  
12272-002  
Invoice No. 101052

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<b>Total Costs incurred and advanced</b>	<b>\$418.00</b>
<b>Current Fees and Costs</b>	<b>\$54,408.50</b>

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**Genovese Joblove & Battista, P.A.**

100 Southeast Second Street, 44th Floor  
Miami, Florida 33131  
Telephone (305) 349-2300 Facsimile (305) 349-2310  
Employer ID# 65-0518134

PROMESA - Official Committee of Unsecured Creditors

,

May 3, 2021  
Please Refer to  
Invoice Number: 101053

Attn:

GJB Tax ID No. 65-0518134

Re: PROMESA: Official Committee of Unsecured Creditors / ERS Litigation - Employees Retirement System of the  
~~Government Commonwealth of Puerto Rico~~

**SUMMARY / REMITTANCE COPY**

Client/Matter # 12272-003

PROMESA - Official Committee of Unsecured Creditors

PROMESA: Official Committee of Unsecured Creditors / ERS Litigation - Employees Retirement System of the Government  
Commonwealth of Puerto Rico

(Services rendered outside of Puerto Rico)

For fees for professional services  
for the period ending Mar 31, 2021

1,063.50

Costs incurred and advanced

**Current Fees and Costs Due**

1,063.50

We encourage our clients to page via ACH, however, in the event that you pay by check, please send payment to the  
remittance address below:

***TO PROTECT AGAINST FRAUD, the Firm will not change its wiring instructions via email. We strongly encourage clients to confirm any change in wiring instructions by contacting Ken Forrest @ 305-349-2312 or via email @ kforrest@gjb-law.com and requesting written and verbal confirmation.***

**Wiring and ACH Instructions:**

Bank Name: Biscayne Bank  
Bank Telephone: 305-447-5050  
Account Name: Genovese Joblove & Battista, P.A. - Operating  
Routing Number : 066015767  
Account Number : 21007711

**Remittance Address:**

Genovese Joblove & Battista, P.A.  
100 Southeast Second Street, 44th Floor  
Miami, Florida 33131

For payment, please reference the invoice, client and matter number(s) being paid.  
Please refer all questions to Ken Forrest @ 305-349-2312 or via email @ kforrest@gjb-law.com

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Miami, Florida 33131  
Telephone (305) 349-2300 Facsimile (305) 349-2310  
Employer ID# 65-0518134

PROMESA - Official Committee of Unsecured Creditors

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May 3, 2021  
Please Refer to  
Invoice Number: 101053

Attn:

GJB Tax ID No. 65-0518134

Re: PROMESA: Official Committee of Unsecured Creditors / ERS Litigation - Employees Retirement System of the  
~~Government Commonwealth of Puerto Rico~~

FOR PROFESSIONAL SERVICES RENDERED  
for the period ending Mar 31, 2021

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
<b>B110 / Case Administration</b>					
03/03/21	JZ	Receipt and review of Order Regarding Procedures on the March 11th hearing pertaining to the ERS Ultra Vires issues filed in ERS ADV Case 19-356, 19-357, 19-361 and 19-367; calendar numerous deadline contained in order; circulate filings; update each electronic case profile.	0.60	195.00	117.00
03/03/21	JZ	Receipt and review of Order Regarding Procedures for the March 11-12 Omnibus hearings; calendar deadlines contained in same; e-mails to and from J. Arrastia regarding attendance; update each electronic case profile.	0.40	195.00	78.00
03/05/21	JZ	Receipt and review of the Joint Informative Motion Regarding The Courts Order Regarding Procedures For March 11, 2021 filed in ERS ADV 19-35, 19-357, 19-367, 19-359 and 19-361; circulate filings; update each electronic case profile.	0.60	195.00	117.00
03/05/21	JZ	Receipt and review of the ERS Bondholders Informative Motion Submitting Demonstrative And Exhibits For Hearing On Ultra Vires Motions filed in ERS ADV 19-35, 19-357, 19-367, 19-359 and 19-361; circulate filings; update each electronic case profile.	0.80	195.00	156.00
03/05/21	JZ	Receipt and review of the Informative Motion of the Financial Oversight and Management Board for Puerto Rico Submitting Demonstrative Exhibit for Hearing on Lien Scope Issues filed in ADV 19-367; circulate same; update electronic case profile.	0.40	195.00	78.00
<b>Subtotal: B110 / Case Administration</b>			2.80		\$546.00
<b>B191 / General Litigation</b>					
03/03/21	JA	Review various procedure orders (.2); confer with N. Bassett regarding coordination of arguments on March 11, 2021 hearing (.2)	0.40	575.00	230.00
03/07/21	JA	Review correspondence regarding continuance of Lien Scope and Ultra Vires hearing.	0.10	575.00	57.50

PROMESA - Official Committee of Unsecured Creditors  
12272-003  
Invoice No. 101053

Page 2

03/08/21	JA	Review Joint Urgent Motion to Seek Continuance and correspondence.	0.10	575.00	57.50
03/10/21	JA	Review multiple orders continuing case.	0.10	575.00	57.50
03/29/21	JA	Email correspondence with SCC regarding Dismissal in AP 361.	0.20	575.00	115.00
<b>Subtotal: B191 / General Litigation</b>			0.90		\$517.50
<b>Total</b>			<b>3.70</b>		<b>\$1,063.50</b>

**Timekeeper Summary**

<u>ID</u>	<u>Timekeeper Name</u>	<u>Title</u>	<u>BillHours</u>	<u>BillRate</u>	<u>BillAmount</u>
JA	John Arrastia	Partner	0.90	575.00	517.50
JZ	Johana Zamora	Paralegal	2.80	195.00	546.00
<b>Total</b>			<b>3.70</b>		<b>\$1,063.50</b>

**Current Fees and Costs**

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\$1,063.50

**Genovese Joblove & Battista, P.A.**

100 Southeast Second Street, 44th Floor  
Miami, Florida 33131  
Telephone (305) 349-2300 Facsimile (305) 349-2310  
Employer ID# 65-0518134

PROMESA - Official Committee of Unsecured Creditors

,

June 24, 2021  
Please Refer to  
Invoice Number: 101581

Attn:

GJB Tax ID No. 65-0518134

Re: PROMESA: Official Committee of Unsecured Creditors / Special Conflict Counsel

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**SUMMARY / REMITTANCE COPY**

Client/Matter # 12272-001

PROMESA - Official Committee of Unsecured Creditors

PROMESA: Official Committee of Unsecured Creditors / Special Conflict Counsel

(Services rendered outside of Puerto Rico)

For fees for professional services for the period ending Apr 30, 2021	45,524.50
Costs incurred and advanced	7,098.84
<b>Current Fees and Costs Due</b>	<b>52,623.34</b>

We encourage our clients to page via ACH, however, in the event that you pay by check, please send payment to the remittance address below:

**TO PROTECT AGAINST FRAUD, the Firm will not change its wiring instructions via email. We strongly encourage clients to confirm any change in wiring instructions by contacting Ken Forrest @ 305-349-2312 or via email @ kforrest@gjb-law.com and requesting written and verbal confirmation.**

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Miami, Florida 33131

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Miami, Florida 33131  
Telephone (305) 349-2300 Facsimile (305) 349-2310  
Employer ID# 65-0518134

PROMESA - Official Committee of Unsecured Creditors

,

June 24, 2021  
Please Refer to  
Invoice Number: 101581

Attn:

GJB Tax ID No. 65-0518134

Re: PROMESA: Official Committee of Unsecured Creditors / Special Conflict Counsel

---

FOR PROFESSIONAL SERVICES RENDERED  
for the period ending Apr 30, 2021

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
<b>B110 / Case Administration</b>					
04/01/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.30	195.00	58.50
04/02/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.40	195.00	78.00
04/05/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.40	195.00	78.00
04/07/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.40	195.00	78.00
04/08/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.60	195.00	117.00
04/09/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.40	195.00	78.00
04/12/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.40	195.00	78.00
04/14/21	JZ	Receipt and review of UCC's Renewed Motion for Entry of Order Reclassifying 48A and Class 55 Claims Under Oversight Board's Plan of Adjustment Dated March 8, 2021 [ECF No. 16396]; receipt of order setting briefing schedule on said motion; circulate filings; calendar deadlines and hearing contained in the order; update electronic case profile.	0.60	195.00	117.00
04/14/21	JZ	Receipt and review of Urgent Motion Requesting Entry of Order Setting Briefing Schedule and Hearing on the UCC's Urgent Cross-Motion for Stay Relief for Leave to File Limited Objection, or in the Alternative, to Intervene [ECF No. 16404]; receipt of order setting briefing schedule on said motion; circulate filings; calendar deadlines contained in the order; update electronic case profile.	0.50	195.00	97.50
04/14/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.40	195.00	78.00

PROMESA - Official Committee of Unsecured Creditors  
12272-001  
Invoice No. 101581

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04/15/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.60	195.00	117.00
04/15/21	JZ	Receipt and review of Order Modifying Briefing Schedule in ADV. 19-276; calendar new deadlines to file responsive pleading and reply; circulate order; update electronic case profile.	0.40	195.00	78.00
04/16/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.40	195.00	78.00
04/16/21	JZ	Review of each adversary case docket; update Defendant master excel sheet to list case status, dismissed cases and dismissed defendants.	2.80	195.00	546.00
04/19/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.40	195.00	78.00
04/20/21	JZ	Receipt and review of the Order Regarding Procedures for April 28-29, 2021 Omnibus Hearing [ECF No. 16475]; circulate same; calendar deadlines contained in order; update electronic case profile.	0.40	195.00	78.00
04/20/21	JZ	Receipt and review of the Motion by the Oversight Board and UCC to Establish Procedures for the Approval of Settlement [ECF No. 16372]; circulate same; update electronic case profile.	0.40	195.00	78.00
04/20/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.40	195.00	78.00
04/21/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.40	195.00	78.00
04/21/21	JZ	Receipt and review of the Order Setting Briefing Schedule on the Motion by the Oversight Board and UCC to Establish Procedures for the Approval of Settlement [ECF No. 16489]; calendar deadlines contained in order; circulate same; update electronic case profile.	0.40	195.00	78.00
04/21/21	JZ	Receipt and review of the Status Report of the Oversight Board Regarding the Proposed Disclosure Schedule [ECF No. 16508]; circulate same; update electronic case profile.	0.30	195.00	58.50
04/22/21	JZ	Receipt and review of UCC's Reply in Support of Urgent Motion to Schedule Hearing on Renewed Motion Pursuant to Rule 3013 for Entry of Order Reclassifying Class 48A and Class 55 Claims Under Oversight Board's Plan of Adjustment [ECF No. 16531]; circulate same; update electronic case profile.	0.40	195.00	78.00
04/22/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.40	195.00	78.00
04/23/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.30	195.00	58.50

PROMESA - Official Committee of Unsecured Creditors  
12272-001  
Invoice No. 101581

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04/26/21	JZ	Receipt and review of the Twelfth Supplemental Verified Statement of the Ad Hoc Group of General Obligation Bondholders [ECF No. 16583]; circulate same; update electronic case profile.	0.30	195.00	58.50
04/26/21	JZ	Receipt and review of the Notice of Agenda of Matters Scheduled for the Hearing on April 28-29 [ECF No. 16586]; circulate same; update electronic case profile.	0.30	195.00	58.50
04/26/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.30	195.00	58.50
04/27/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.50	195.00	97.50
04/27/21	JZ	Receipt and review of Status Report of the Oversight Board in Connection with the April 28-29, 2021 Omnibus Hearing [ECF No. 16614]; receipt and review of the Status Report of AAFAF Regarding the Government's Recent Activities and Response to the Ongoing COVID-19 Pandemic [ECF No. 16616]; circulate same; update electronic case profile.	0.40	195.00	78.00
04/28/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.40	195.00	78.00
04/29/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.40	195.00	78.00
04/29/21	JZ	Receipt and review of the Order Denying the UCC's Bankruptcy Rule 3013 Motion [ECF No. 16629]; circulate same; update electronic case profile.	0.30	195.00	58.50
04/30/21	JZ	Receipt and review of Thirteenth Supplemental Verified Statement of the Ad Hoc Group of PREPA Bondholders Pursuant to 9019 [ECF No. 16634]; circulate same; update electronic case profile.	0.30	195.00	58.50
04/30/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.40	195.00	78.00
<b>Subtotal: B110 / Case Administration</b>			16.00		\$3,120.00

**B113 / Pleadings Review**

04/02/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for April 1 and April 2, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	2.20	315.00	693.00
04/06/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for April 3 through April 6, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	2.60	315.00	819.00

04/07/21	JAD	Conference call with counsel for Creditors' Committee to discuss status of proceedings, pertinent litigation issues, pending motions, and budget (.9); review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for April 7, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary (.9)	1.80	315.00	567.00
04/08/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for April 8, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	1.40	315.00	441.00
04/09/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for April 9, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	1.60	315.00	504.00
04/12/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for April 10 through April 12, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	2.10	315.00	661.50
04/13/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for late April 12 and April 13, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	3.30	315.00	1,039.50
04/14/21	JAD	Conference call with counsel for Creditors' Committee to discuss status of proceedings, pertinent litigation issues, pending motions, and budget (.5); review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for April 7, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary (2.9)	3.40	315.00	1,071.00
04/15/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for late April 14 and April 15, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	1.80	315.00	567.00
04/16/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for April 16, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	2.30	315.00	724.50

04/19/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for April 17 through 19, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	2.10	315.00	661.50
04/20/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for April 20, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	1.40	315.00	441.00
04/21/21	JAD	Conference call with counsel for Creditors' Committee to discuss status of proceedings, pertinent litigation issues, pending motions, and budget (.4); review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for April 21, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary (2.8)	3.20	315.00	1,008.00
04/22/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for April 22, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	1.80	315.00	567.00
04/23/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for April 7, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	1.20	315.00	378.00
04/27/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for April 27, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	2.30	315.00	724.50
04/28/21	JAD	Conference call with counsel for Creditors' Committee to discuss status of proceedings, pertinent litigation issues, pending motions, and budget (.5); review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for April 28, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary (2.1)	2.60	315.00	819.00
<b>Subtotal: B113 / Pleadings Review</b>			37.10	\$11,686.50	
<b>B150 / Meetings of Creditors</b>					
04/21/21	JA	Attend Committee strategy meeting regarding litigation and case issues.	0.30	575.00	172.50
04/28/21	JA	Attend Committee strategy meeting regarding litigation and case issues.	0.60	575.00	345.00

<b>Subtotal: B150 / Meetings of Creditors</b>			0.90	\$517.50	
<b>B155 / Court Hearings</b>					
04/27/21	JA	Review Omnibus hearing schedule for relevant arguments.	0.20	575.00	115.00
04/27/21	AMC	Reviewed, analyzed, and considered extensive, 30-page Notice of Agenda of Matters Scheduled for the Hearing on April 28-29, 2021 at 9:30 and digest pertinent issues.	0.40	375.00	150.00
04/28/21	JA	Attend Omnibus Hearing.	4.60	575.00	2,645.00
<b>Subtotal: B155 / Court Hearings</b>			5.20	\$2,910.00	
<b>B160 / Fee/Employment Applications</b>					
04/16/21	CAS	Review e-mail from J. Arrastia. Serve GJB May 2021 Budget.	0.30	150.00	45.00
04/29/21	CAS	Preparation of Monthly Fee Cover Letter for February.	0.60	150.00	90.00
04/29/21	CAS	Preparation of Tax Declaration (Exhibit B to Monthly Fee Cover Letter).	0.40	150.00	60.00
04/29/21	CAS	Serve Monthly Fee Cover Letter for February to Fee Examiner, U.S. Trustee and Oversight Board.	0.20	150.00	30.00
04/29/21	JZ	Attention to GJB's monthly statement for services rendered for February, 2021; index the supporting invoices for future 6th Interim Fee App; create electronic sub-folder.	0.60	195.00	117.00
04/29/21	CBH	Receipt and review of February 2021 statements and invoices; meeting with J. Zamora regarding organization of invoices for preparation of next fee application.	0.30	195.00	58.50
<b>Subtotal: B160 / Fee/Employment Applications</b>			2.40	\$400.50	
<b>B161 / Budgeting</b>					
04/13/21	JA	Revise prebills in conformity with Fee Examiner Guidelines.	0.70	575.00	402.50
04/20/21	JA	Finalize February invoice and confer with Committee.	0.40	575.00	230.00
04/23/21	JA	Revise prebills (March) in conformity with Fee Examiner guidelines.	0.60	575.00	345.00
04/29/21	JA	Revise statements to conform with Fee Examiner guidelines.	0.40	575.00	230.00
<b>Subtotal: B161 / Budgeting</b>			2.10	\$1,207.50	
<b>B191 / General Litigation</b>					
04/01/21	JMS	Work on formulation of plan objection/confirmation objection relative to GJB litigation areas.	3.40	500.00	1,700.00

04/01/21	JA	Review tolled parties motion (.3); review Reply Under Seal of UCC (.7); confer with Tristan Axelrod (.1)	1.10	575.00	632.50
04/02/21	JA	Investigate actions contemplated by Exhibit "B" in Disclosure.	0.40	575.00	230.00
04/02/21	JA	Confer with SCC counsel regarding tolled claims and tolling plans.	0.10	575.00	57.50
04/05/21	JA	Review revised Motion to Approve Tolling Agreement.	0.20	575.00	115.00
04/06/21	JA	Review revised Motion to Approve Tolling Agreement Settlement Procedures.	0.10	575.00	57.50
04/06/21	JA	Review Motion for Relief from Stay [DE 16326]	0.20	575.00	115.00
04/07/21	JMS	Work on formulation of plan objection/confirmation objection relative to GJB litigation areas.	1.90	500.00	950.00
04/07/21	JA	Review confirmation deadline and procedures motions (.6); confer with Committee regarding 3013 (.1)	0.70	575.00	402.50
04/07/21	JA	Review Motion for Order Scheduling Hearing to Consider Adequacy of Information contained in Disclosure Statement	0.60	575.00	345.00
04/08/21	JA	Continued strategy regarding 3013 motion.	0.10	575.00	57.50
04/09/21	JA	Attend to vendor extension motion and confer with SCC (.2); review Reply of Motion to Stay (.1)	0.30	575.00	172.50
04/09/21	JA	Confer with SCC regarding vendor extension motion.	0.10	575.00	57.50
04/12/21	JA	Review draft Objection to Disclosure Statement Scheduling Motion.	0.20	575.00	115.00
04/13/21	JA	Review Response and Objection of Bondholders to Motion to Schedule Disclosure Statement Hearing [DE 16387]	0.20	575.00	115.00
04/14/21	JHG	Review issues regarding Oversight Board settlement with Assured and National.	0.40	765.00	306.00
04/14/21	JMS	Work on formulation of plan objection/confirmation objection relative to GJB litigation areas.	2.70	500.00	1,350.00
04/14/21	JA	Review draft renewed 3013 Motion (.6)	0.60	575.00	345.00
04/14/21	JA	Review Order [DE 16407]	0.10	575.00	57.50
04/15/21	JA	Review Order Scheduling Briefing on Cross-Motion for Stay Relief to File Limited Objection.	0.10	575.00	57.50
04/19/21	JHG	Review and analyze status memorandum to identify and analyze strategic litigation issues (3.7); review DE 16444 verified supplement (.6)	4.30	765.00	3,289.50

PROMESA - Official Committee of Unsecured Creditors  
12272-001  
Invoice No. 101581

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04/19/21	JHG	Review DE 16445 disclosure.	0.20	765.00	153.00
04/19/21	JHG	Review DE 16459, UCC disclosure.	0.40	765.00	306.00
04/19/21	JA	Review Supplemental Verified Statement of ADHOC Constitutional Bondholders (.4); review Ninth Supplemental Statement of QCTB (.4); confer with SCC regarding Tolling Agreements (.1)	0.90	575.00	517.50
04/19/21	JA	Review discovery request for Apex (.2)	0.20	575.00	115.00
04/19/21	JMS	Work on development of objections to disclosure statement arising from GJB led litigation claims.	1.70	500.00	850.00
04/19/21	AMC	Review and analyze Joint Status Report of Ambac Assurance Corporation and the Financial Oversight And Management Board For Puerto Rico, as Representative of the Commonwealth of Puerto Rico, and the Puerto Rico Fiscal Agency and Financial Advisory Authority Pursuant to the Courts March 29, 2021 Order, and Eleventh Supplemental Verified Statement of the Ad Hoc Group of General Obligation Bondholders Pursuant to Bankruptcy Rule 2019 (including the GO and PBA bond disclosures contained on Exhibit A thereto)	0.40	375.00	150.00
04/20/21	JHG	Continued review of filings to identify and analyze strategic litigation issues, review DE 16430 briefing schedule.	0.20	765.00	153.00
04/20/21	JHG	Review and analysis of DE 16480, joint status report filed by Ambac regarding discovery.	0.70	765.00	535.50
04/20/21	JA	Attention to Request for Tolling Agreements and email to Committee (.2); Review Objection of Committee of Retirees to UCC Motion to Schedule Hearing on 3013 Motion [DE 16486] (.4); Review Reservation of Rights of Assured regarding UCC 3013 Motion [DE 16479] (.1); Review Objection by SEIU to UCC renewed 3013 Motion [DE 16476] (.4); Review Objection of AFT (.1)	1.20	575.00	690.00
04/20/21	JA	Review and analyze Disclosure Statement and Plan of Adjustment regarding objectionable issues and analyze potential objections.	3.20	575.00	1,840.00
04/20/21	JMS	Continued work on development of disclosure statement objection based on litigation claims handled by GJB.	2.80	500.00	1,400.00
04/21/21	JA	Objection of AFT to 3013 Motion (.1); objection of Committee of Retirees to 3013 (.2); objection of FOMB to 3013 (.4); Review Response to UCC Motion for Stay and other Relief [DE 16504] (.6); Review Objection of Assured to UCC Response to Motion for Stay and other Relief [DE 16499] (.6); Review complaint of Hernandez-Montanez v. Pierluisi [DE 1651] (.4)	2.30	575.00	1,322.50
04/21/21	JA	Continued analysis of Disclosure Statement and Plan re: Objections to Undisclosed Litigation.	2.70	575.00	1,552.50

PROMESA - Official Committee of Unsecured Creditors  
12272-001  
Invoice No. 101581

Page 9

04/21/21	JA	Review Order on Settlement Procedures (.1); review Objection of Assured (ECF 16499) (.6); review Objection to PSA Creditors (.5); review Status Report (.1); review lawsuit re: Pierluisi (.6)	1.90	575.00	1,092.50
04/21/21	AMC	Reviewed and analyzed status report of FOMB regarding amended plan and disclosure statement, and Amended and Restated Stipulation (A) Allowing Claims of ERS Bondholders, (B) Staying Pending Litigation, and (C) Providing for Treatment of Claims of ERS Bondholders and Dismissal of Pending Litigation Pursuant to a Plan of Adjustment, through EMMA, in conjunction therewith.	0.80	375.00	300.00
04/21/21	AMC	Reviewed and analyzed objection of retirement committee to UCC's Urgent Motion of Official Committee of Unsecured Creditors to Schedule Hearing on Renewed Motion of Official Committee of Unsecured Creditors Pursuant to Federal Rule of Bankruptcy Procedure 3013 for Entry of Order Reclassifying Class 48A and Class 55 Claims Under Oversight Board's Plan of Adjustment Dated March 8, 2021.	0.20	375.00	75.00
04/22/21	JHG	Review ECF 16531, UCC reply in support of classification motion.	0.80	765.00	612.00
04/22/21	JA	Review Reply of UCC for Renewed 3013 Motion [DE 16531] (.6)	0.60	575.00	345.00
04/22/21	JA	Initial review of UTIER Complaint against Pierluisi, et al [DE 2452] (.7);	0.70	575.00	402.50
04/26/21	JA	Review and analysis of potential disclosure statement objections (1.4); strategize with S. Martinez, financial advisor (.3)	1.70	575.00	977.50
04/26/21	JA	Review agenda of Omnibus Hearing.	0.20	575.00	115.00
04/27/21	JMS	Work on formulation of plan objection/confirmation objection relative to GJB litigation areas.	1.70	500.00	850.00
04/27/21	JA	Review FOMB status report.	0.10	575.00	57.50
04/27/21	AMC	Reviewed and analyzed Twelfth Supplemental Verified Statement of the Ad Hoc Group of General Obligation Bondholders Pursuant to Bankruptcy Rule 2019, disclosing each member's information and disclosable economic interests.	0.60	375.00	225.00
04/28/21	JA	Review docketing regarding response to tolling motion (.1); confer with T. Axelrod regarding motion status (.1); review proposed motion and order regarding tolling agreement (.2)	0.40	575.00	230.00
04/29/21	JA	Confer with SCC regarding tolling agreement amendments (.1); review list of tolled parties for service (.1)	0.20	575.00	115.00
04/30/21	JA	Review and revise Amendment to Tolling Settlement Motion and confer with T. Alexrod.	0.30	575.00	172.50

<b>Subtotal: B191 / General Litigation</b>	44.90	\$25,682.50
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<b>Total</b>	<b>108.60</b>	<b>\$45,524.50</b>
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#### Timekeeper Summary

<u>ID</u>	<u>Timekeeper Name</u>	<u>Title</u>	<u>BillHours</u>	<u>BillRate</u>	<u>BillAmount</u>
JHG	John H Genovese	Sr. Partner	7.00	765.00	5,355.00
JMS	Jesus M Suarez	Partner	14.20	500.00	7,100.00
JA	John Arrastia	Partner	29.50	575.00	16,962.50
JAD	Joyce A Delgado	Associate	37.10	315.00	11,686.50
AMC	Angelo M Castaldi	Associate	2.40	375.00	900.00
CAS	Carolyn A Scavone	Paralegal	1.50	150.00	225.00
CBH	Colleen B Hopkins	Paralegal	0.30	195.00	58.50
JZ	Johana Zamora	Paralegal	16.60	195.00	3,237.00
<b>Total</b>			<b>108.60</b>		<b>\$45,524.50</b>

#### Costs and incurred and advanced

<u>Date</u>	<u>Description</u>	<u>Amount</u>
04/30/2021	Data management and hosting (12272-001) Trustpoint.One 21-03648	7,098.84
<b>Total Costs incurred and advanced</b>		<b>\$7,098.84</b>
<b>Current Fees and Costs</b>		<b>\$52,623.34</b>

**Genovese Joblove & Battista, P.A.**

100 Southeast Second Street, 44th Floor  
Miami, Florida 33131  
Telephone (305) 349-2300 Facsimile (305) 349-2310  
Employer ID# 65-0518134

PROMESA - Official Committee of Unsecured Creditors

,

June 24, 2021  
Please Refer to  
Invoice Number: 101582

Attn:

GJB Tax ID No. 65-0518134

Re: PROMESA: Official Committee of Unsecured Creditors / PREPA Adversary - Puerto Rico Electric Power Authority

---

**SUMMARY / REMITTANCE COPY**

Client/Matter # 12272-002

PROMESA - Official Committee of Unsecured Creditors

PROMESA: Official Committee of Unsecured Creditors / PREPA Adversary - Puerto Rico Electric Power Authority

(Services rendered outside of Puerto Rico)

For fees for professional services for the period ending Apr 30, 2021	21,333.00
Costs incurred and advanced	
<b>Current Fees and Costs Due</b>	<b>21,333.00</b>

We encourage our clients to page via ACH, however, in the event that you pay by check, please send payment to the remittance address below:

**TO PROTECT AGAINST FRAUD, the Firm will not change its wiring instructions via email. We strongly encourage clients to confirm any change in wiring instructions by contacting Ken Forrest @ 305-349-2312 or via email @ kforrest@gjb-law.com and requesting written and verbal confirmation.**

**Wiring and ACH Instructions:**

Bank Name: Biscayne Bank  
Bank Telephone: 305-447-5050  
Account Name: Genovese Joblove & Battista, P.A. - Operating  
Routing Number : 066015767  
Account Number : 21007711

**Remittance Address:**

Genovese Joblove & Battista, P.A.  
100 Southeast Second Street, 44th Floor  
Miami, Florida 33131

For payment, please reference the invoice, client and matter number(s) being paid.  
Please refer all questions to Ken Forrest @ 305-349-2312 or via email @ kforrest@gjb-law.com

**Genovese Joblove & Battista, P.A.**

100 Southeast Second Street, 44th Floor  
Miami, Florida 33131  
Telephone (305) 349-2300 Facsimile (305) 349-2310  
Employer ID# 65-0518134

PROMESA - Official Committee of Unsecured Creditors

,

June 24, 2021  
Please Refer to  
Invoice Number: 101582

Attn:

GJB Tax ID No. 65-0518134

Re: PROMESA: Official Committee of Unsecured Creditors / PREPA Adversary - Puerto Rico Electric Power Authority

---

FOR PROFESSIONAL SERVICES RENDERED  
for the period ending Apr 30, 2021

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
<b>B110 / Case Administration</b>					
04/28/21	JZ	Receipt and review of Marrero Plaintiff's Opposition to the Defendants' Motion to Dismiss Amended Complaint for (I) Declaratory Judgment and (II) Relief from the Automatic Stay filed in ADV 20-115; circulate same; update electronic case profile.	0.50	195.00	97.50
<b>Subtotal: B110 / Case Administration</b>					
			0.50		\$97.50
<b>B150 / Meetings of Creditors</b>					
04/07/21	JA	Attend Committee strategy meeting.	0.50	575.00	287.50
04/14/21	JA	Attend weekly strategy meeting with Committee.	0.50	575.00	287.50
<b>Subtotal: B150 / Meetings of Creditors</b>					
			1.00		\$575.00
<b>B191 / General Litigation</b>					
04/08/21	JA	Review Motion to Approve Tolling Agreements (.3); confer with SCC counsel regarding same (.1)	0.40	575.00	230.00
04/12/21	JA	Review Vitol and Vitol S.A. Motion for Summary Judgment in AP-453 (1.8), as it relates to claims and defenses of defendant in AP 388; review Statement of Material Facts (1.4); review Notice of Cross Motion (.1) as it relates to potential defenses in AP 388.	3.30	575.00	1,897.50
04/13/21	JA	Review Terms of Agreement with Assured and National.	0.10	575.00	57.50

04/15/21	JA	Review Statement of Undisputed Material Fact in Support of Cross Motion to Vitol and Vitol S.A. Motion for Summary Judgment in AP-453, as it relates to issues in AP 388 (.8); View response to Defendant's Statement of Undisputed Material Fact (2.1) all in relation to defenses and positions in AP 388.	2.90	575.00	1,667.50
04/16/21	JA	Review Reply of Vitol and Vitol S.A. in support of their Motion for Summary Judgment and Opposition to PREPA's cross motion in AP-453, as it relates to issues in AP 388 (1.7); Review Defendant's Opposing Statement of Material Fact (1.8.); Defendants' Reply to PREPA's Response to Statements of UNdisputed Material Facts (1.9)	4.40	575.00	2,530.00
04/21/21	JA	Review Court Order (DE 2917) (.2); review and revise Proposed Order (.2)	0.40	575.00	230.00
04/22/21	JHG	Review and analyze DE 16520, omnibus reply regarding Luma Energy.	1.10	765.00	841.50
04/27/21	JA	Review Opposition to Defendant's Motion to Dismiss Amended Complaint and initial strategy relating to Reply.	2.10	575.00	1,207.50
04/28/21	JA	Strategize with M. Friedman regarding class action opposition arguments (.3); strategize regarding opposition and reply (1.8)	2.10	575.00	1,207.50
04/28/21	MAF	Initial strategy with J. Arrastia regarding review and analysis of class action opposition arguments (0.3)	0.30	550.00	165.00
04/28/21	JMS	Review issues and arguments concerning arguments relating to 115 adversary.	1.10	500.00	550.00
04/28/21	AMC	Review and analyze opposition to 12(b)(1) and 12(b)(6) dismissal papers filed by class plaintiffs in case no. 20-115	1.40	375.00	525.00
04/29/21	JHG	Review and analysis of A. Castaldi briefing regarding Vitol summary judgment.	1.40	765.00	1,071.00
04/29/21	JA	Continued strategy regarding Reply.	1.70	575.00	977.50
04/29/21	AMC	In advance of hearing on summary judgment briefing, review of primary lines of argumentation made by PREPA and Vitol in summary judgment briefing, with particular emphasis on legal areas about which the Honorable Judge Swain highlighted for parties	2.60	375.00	975.00
04/29/21	AMC	Attend telephonic hearing concerning PREPA's and Vitol's oral arguments concerning Law 458 and related summary judgment briefing.	1.60	375.00	600.00
04/30/21	JHG	Review and analysis of issues in memorandum regarding Prepa v. Vital motion for summary judgment.	2.20	765.00	1,683.00
04/30/21	JA	Review and analyze analysis of arguments in PREPA v. Vitol matter.	1.10	575.00	632.50
04/30/21	JMS	Confer and strategize regarding plaintiff arguments and potential reply in AP 115 with J. Arrastia, A. Castaldi and M. Friedman.	0.70	500.00	350.00

PROMESA - Official Committee of Unsecured Creditors  
12272-002  
Invoice No. 101582

Page 3

04/30/21	MAF	Confer and strategize regarding plaintiff arguments and potential reply in AP 115 with J. Arrastia, A. Castaldi and J. Suarez.	0.70	550.00	385.00
04/30/21	JA	Confer and strategize regarding plaintiff arguments and potential reply in AP 115 with J. Suarez, A. Castaldi and M. Friedman.	0.70	575.00	402.50
04/30/21	JMS	Review Response to Motion to Dismiss AP 115 and work on arguments for reply.	2.70	500.00	1,350.00
04/30/21	AMC	Prepare internal memorandum / write-up concerning hearing on summary judgment arguments in PREPA v. Vitol matter, and review of parties' reply briefing concerning, specifically, alter ego arguments	2.30	375.00	862.50
04/30/21	AMC	Confer and strategize regarding plaintiff arguments and potential reply in AP 115 with J. Arrastia, J. Suarez and M. Friedman.	0.70	375.00	262.50
<b>Subtotal: B191 / General Litigation</b>			38.00	\$20,660.50	
<b>Total</b>			<b>39.50</b>	<b>\$21,333.00</b>	

**Timekeeper Summary**

ID	Timekeeper Name	Title	BillHours	BillRate	BillAmount
JHG	John H Genovese	Sr. Partner	4.70	765.00	3,595.50
JMS	Jesus M Suarez	Partner	4.50	500.00	2,250.00
MAF	Michael A Friedman	Partner	1.00	550.00	550.00
JA	John Arrastia	Partner	20.20	575.00	11,615.00
AMC	Angelo M Castaldi	Associate	8.60	375.00	3,225.00
JZ	Johana Zamora	Paralegal	0.50	195.00	97.50
<b>Total</b>			<b>39.50</b>	<b>\$21,333.00</b>	

**Current Fees and Costs**

\$21,333.00

**Genovese Joblove & Battista, P.A.**

100 Southeast Second Street, 44th Floor  
Miami, Florida 33131  
Telephone (305) 349-2300 Facsimile (305) 349-2310  
Employer ID# 65-0518134

PROMESA - Official Committee of Unsecured Creditors

,

June 24, 2021  
Please Refer to  
Invoice Number: 101583

Attn:

GJB Tax ID No. 65-0518134

Re: PROMESA: Official Committee of Unsecured Creditors / ERS Litigation - Employees Retirement System of the  
~~Government Commonwealth of Puerto Rico~~

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**SUMMARY / REMITTANCE COPY**

Client/Matter # 12272-003

PROMESA - Official Committee of Unsecured Creditors

PROMESA: Official Committee of Unsecured Creditors / ERS Litigation - Employees Retirement System of the Government  
Commonwealth of Puerto Rico

(Services rendered outside of Puerto Rico)

For fees for professional services  
for the period ending Apr 30, 2021

2,545.50

Costs incurred and advanced

**Current Fees and Costs Due**

2,545.50

We encourage our clients to page via ACH, however, in the event that you pay by check, please send payment to the remittance address below:

**TO PROTECT AGAINST FRAUD, the Firm will not change its wiring instructions via email. We strongly encourage clients to confirm any change in wiring instructions by contacting Ken Forrest @ 305-349-2312 or via email @ kforrest@gjb-law.com and requesting written and verbal confirmation.**

**Wiring and ACH Instructions:**

Bank Name: Biscayne Bank  
Bank Telephone: 305-447-5050  
Account Name: Genovese Joblove & Battista, P.A. - Operating  
Routing Number : 066015767  
Account Number : 21007711

**Remittance Address:**

Genovese Joblove & Battista, P.A.  
100 Southeast Second Street, 44th Floor  
Miami, Florida 33131

For payment, please reference the invoice, client and matter number(s) being paid.  
Please refer all questions to Ken Forrest @ 305-349-2312 or via email @ kforrest@gjb-law.com

**Genovese Joblove & Battista, P.A.**

100 Southeast Second Street, 44th Floor  
Miami, Florida 33131  
Telephone (305) 349-2300 Facsimile (305) 349-2310  
Employer ID# 65-0518134

PROMESA - Official Committee of Unsecured Creditors

,

June 24, 2021  
Please Refer to  
Invoice Number: 101583

Attn:

GJB Tax ID No. 65-0518134

Re: PROMESA: Official Committee of Unsecured Creditors / ERS Litigation - Employees Retirement System of the  
Government Commonwealth of Puerto Rico

FOR PROFESSIONAL SERVICES RENDERED  
for the period ending Apr 30, 2021

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
<b>B110 / Case Administration</b>					
04/01/21	JZ	Receipt and review of the Joint Statement Regarding Oral Argument Regarding Pending Motions In Certain Contested Matters And Adversary Proceedings Related To The Bonds Issued By ERS filed in ERS ADV Cases 19-3556, 19-357, 19-359, 19-361 and 19-367; receipt and review of Order Setting Deadline to file Supplemental Statement Confirming the Execution of Definitive Documentation with regard to the joint statement; circulate filings; calendar deadline to file supplemental statement; update each electronic case profile.	0.80	195.00	156.00
04/02/21	JZ	Receipt and review of the Supplemental Joint Statement Regarding Oral Argument Regarding Pending Motions In Certain Contested Matters And Adversary Proceedings Related To The Bonds Issued By ERS filed in ERS ADV Cases 19-3556, 19-357, 19-359, 19-361 and 19-367; circulate filings; update each electronic case profile.	0.50	195.00	97.50
04/05/21	JZ	Receipt and review of the Joint Motion Urgent Joint Motion To Stay Certain Contested Matters And Adversary Proceedings Related To The Bonds Issued By ERS filed in ERS ADV Cases 19-356, 19-357, 19-359, 19-361 and 19-367; circulate filings; update each electronic case profile.	0.60	195.00	117.00
04/07/21	JZ	Receipt and review of Order Adjourning April 8th Oral Arguments and Scheduling a Briefing Schedule on the Joint Motion Urgent Joint Motion To Stay Certain Contested Matters And Adversary Proceedings Related To The Bonds Issued By ERS filed in ERS ADV Cases 19-356, 19-357, 19-359, 19-361 and 19-367; circulate filings; calendar deadlines contained in briefing schedule; update each electronic case profile.	0.60	195.00	117.00

04/12/21	JZ	Receipt and review of Order (I) Granting Urgent Joint Motion to Stay Certain Contested Matters and Adversary Proceedings Related to the Bonds Issued by the ERS and (III) Adjourning April 29, 2021 Oral Argument. filed in ERS ADV Cases 19-356, 19-357, 19-359, 19-361 and 19-367; circulate filings; update calendar; update each electronic case profile.	0.60	195.00	117.00
04/20/21	JZ	Conference with A. Castaldi regarding dismissing Defendant Clearstream Banking from ADV. 19-361; review of documents in electronic profile to determine under what pseudonym Defendant Clearstream was filed under; e-mails to and from A. Castaldi regarding my issues trying to obtain a document reflecting the Defendants actual names.	1.00	195.00	195.00
<b>Subtotal: B110 / Case Administration</b>			4.10	<b>\$799.50</b>	
<b>B191 / General Litigation</b>					
04/01/21	JA	Review Joint Statement Regarding Settlement and Oral Argument [DE 16279]	0.10	575.00	57.50
04/01/21	JA	Confer with counsel regarding ERS Joint Statement regarding oral argument (.2); review Motion to Inform re: Notice of Settlement Procedures DE 16284 (.2); review Order Setting Deadlines in various Adv. Proceedings (.1)	0.50	575.00	287.50
04/02/21	JA	Review Amended and Restated Stipulation Among Claims of ERS Bondholders.	0.30	575.00	172.50
04/02/21	JA	Review Joint Motion on Oral Argument filed in various adversary proceedings.	0.10	575.00	57.50
04/05/21	JA	Review Urgent Joint Motion to Stay Contested Motions [DE 16322]	0.20	575.00	115.00
04/05/21	JA	Review draft Motion to Stay ERS Actions in various actions (.2); communications with participating counsel regarding comments as to same (.1); confer with Nick Bassett UCC position (.1)	0.40	575.00	230.00
04/06/21	JA	Review email correspondence among counsel regarding Joint Motion to Stay and Applicable Adversary Proceedings and revisions	0.30	575.00	172.50
04/07/21	JA	Review Supplement to Urgent Motion to Stay [DE 16338]	0.10	575.00	57.50
04/07/21	JA	Review draft Supplement to Joint Motion to Stay.	0.20	575.00	115.00
04/09/21	JA	Review Reply of UCC to Motion to Stay Contested Matters.	0.10	575.00	57.50
04/12/21	JA	Review Order Granting Lift Stay	0.10	575.00	57.50
04/14/21	JHG	Review issues regarding ERS litigation stay.	0.30	765.00	229.50

04/21/21	JZ	Conference with local counsel's office regarding issue obtaining the master list of defendants in ADV 19-361 to determine pseudonym of defendant; receipt of e-mail with master list; draft Notice of Dismissal of Defendant 2-M; e-mail same to A. Castaldi for review.	0.70	195.00	136.50
		<b>Subtotal: B191 / General Litigation</b>	3.40		\$1,746.00
		<b>Total</b>	<b>7.50</b>		<b>\$2,545.50</b>

**Timekeeper Summary**

<u>ID</u>	<u>Timekeeper Name</u>	<u>Title</u>	<u>BillHours</u>	<u>BillRate</u>	<u>BillAmount</u>
JHG	John H Genovese	Sr. Partner	0.30	765.00	229.50
JA	John Arrastia	Partner	2.40	575.00	1,380.00
JZ	Johana Zamora	Paralegal	4.80	195.00	936.00
	<b>Total</b>		<b>7.50</b>		<b>\$2,545.50</b>

<b>Current Fees and Costs</b>	<b>\$2,545.50</b>
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**Genovese Joblove & Battista, P.A.**

100 Southeast Second Street, 44th Floor  
Miami, Florida 33131  
Telephone (305) 349-2300 Facsimile (305) 349-2310  
Employer ID# 65-0518134

PROMESA - Official Committee of Unsecured Creditors

,

June 25, 2021  
Please Refer to  
Invoice Number: 101585

Attn:

GJB Tax ID No. 65-0518134

Re: PROMESA: Official Committee of Unsecured Creditors / Special Conflict Counsel

---

**SUMMARY / REMITTANCE COPY**

Client/Matter # 12272-001

PROMESA - Official Committee of Unsecured Creditors

PROMESA: Official Committee of Unsecured Creditors / Special Conflict Counsel

(Services rendered outside of Puerto Rico)

For fees for professional services for the period ending May 31, 2021	35,661.50
Costs incurred and advanced	7,332.33
<b>Current Fees and Costs Due</b>	<b>42,993.83</b>

We encourage our clients to page via ACH, however, in the event that you pay by check, please send payment to the remittance address below:

***TO PROTECT AGAINST FRAUD, the Firm will not change its wiring instructions via email. We strongly encourage clients to confirm any change in wiring instructions by contacting Ken Forrest @ 305-349-2312 or via email @ kforrest@gjb-law.com and requesting written and verbal confirmation.***

**Wiring and ACH Instructions:**

Bank Name: Biscayne Bank  
Bank Telephone: 305-447-5050  
Account Name: Genovese Joblove & Battista, P.A. - Operating  
Routing Number : 066015767  
Account Number : 21007711

**Remittance Address:**

Genovese Joblove & Battista, P.A.  
100 Southeast Second Street, 44th Floor  
Miami, Florida 33131

For payment, please reference the invoice, client and matter number(s) being paid.  
Please refer all questions to Ken Forrest @ 305-349-2312 or via email @ kforrest@gjb-law.com

**Genovese Joblove & Battista, P.A.**

100 Southeast Second Street, 44th Floor  
Miami, Florida 33131  
Telephone (305) 349-2300 Facsimile (305) 349-2310  
Employer ID# 65-0518134

PROMESA - Official Committee of Unsecured Creditors

,

June 25, 2021  
Please Refer to  
Invoice Number: 101585

Attn:

GJB Tax ID No. 65-0518134

Re: PROMESA: Official Committee of Unsecured Creditors / Special Conflict Counsel

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FOR PROFESSIONAL SERVICES RENDERED  
for the period ending May 31, 2021

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
<b>B110 / Case Administration</b>					
05/03/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.50	195.00	97.50
05/04/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.40	195.00	78.00
05/04/21	JZ	Receipt and review of Order (I) Scheduling a Hearing to Consider the Adequacy of Information Contained in the Disclosure Statement, (II) Establishing the Deadline for Filing Objections to the Disclosure Statement and Replies Thereto, (III) Approving Form of Notice Thereof, (IV) Establishing Document Depository Procedures in Connection Therewith, and (V) Granting Related Relief [ECF No. 16681]; calendar hearing date and multiple deadlines contained therein; circulate order; update electronic case profile.	0.40	195.00	78.00
05/05/21	JZ	Review of adversary dockets to update master excel list; e-mails to and from J. Arrastia regarding Defendant's failure to file response to complaint by court ordered deadline in ADV 19-277.	2.30	195.00	448.50
05/05/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.60	195.00	117.00
05/06/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.30	195.00	58.50
05/07/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.40	195.00	78.00
05/10/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.30	195.00	58.50
05/11/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.40	195.00	78.00
05/12/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.40	195.00	78.00

PROMESA - Official Committee of Unsecured Creditors  
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05/12/21	JZ	Receipt and review of Third Amended Title III Joint Plan of Adjustment [ECF No. 16740]; receipt and review of the Disclosure Statement for the Third Amended Plan of Adjustment [ECF No. 16741]; attention to calendaring in Notice of Filing Disclosure Statement; circulate same; update electronic case profile.	0.60	195.00	117.00
05/13/21	JZ	Receipt and review of Amended Joint Motion for an Order (I) Approving Disclosure Statement; (II) Fixing Voting Record Date; (III) Approving Confirmation Hearing Notice and Confirmation Schedule; (IV) Approving Solicitation Packages and Distribution Procedures; (V) Approving Forms of Ballots, and Voting and Election Procedures; (VI) Approving Notice of Non-Voting Status; (VII) Fixing Voting, Election, and Confirmation Deadlines; and (VIII) Approving Vote Tabulation Procedures [ECF No. 16756]; receipt and review of Motion for an Order for the establishment of procedures and deadlines concerning objections to plan confirmation and discovery [ECF No. 16757]; calendar hearing date and objection deadline; circulate same; update electronic case profile.	0.50	195.00	97.50
05/13/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.40	195.00	78.00
05/14/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.30	195.00	58.50
05/17/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.40	195.00	78.00
05/18/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.30	195.00	58.50
05/19/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.40	195.00	78.00
05/20/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.40	195.00	78.00
05/21/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.40	195.00	78.00
05/24/21	JZ	Receipt and review of Order Granting Motion by the Oversight Board, through the Members of the SCC and UCC to Establish Procedures for the Approval of Settlements with regard to PREPA/ERS/HTA tolled parties [ECF No. 16791]; circulate same; update electronic case profile.	0.40	195.00	78.00
05/24/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.30	195.00	58.50
05/25/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.40	195.00	78.00
05/26/21	JZ	Receipt and review of UCC's Urgent Motion to Compel Disclosure Statement Discovery From Oversight Board and AAFAF [ECF No. 16811]; circulate same; update electronic case profile.	0.30	195.00	58.50

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05/27/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.50	195.00	97.50
05/28/21	JZ	Review of daily litigation summary prepared by J. Delgado, including calendaring, and updating electronic case file.	0.40	195.00	78.00
<b>Subtotal: B110 / Case Administration</b>			12.00	\$2,340.00	
<b>B113 / Pleadings Review</b>					
05/03/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for April 29 through May 3, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	2.30	315.00	724.50
05/04/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for May 4, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	1.50	315.00	472.50
05/05/21	JAD	Conference call with counsel for Creditors' Committee to discuss status of proceedings, pertinent litigation issues, pending motions, and budget (.5); review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for May 5, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary (1.2)	1.70	315.00	535.50
05/06/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for May 6, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	1.10	315.00	346.50
05/07/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for May 7, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	1.60	315.00	504.00
05/10/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for May 8 through May 10, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	1.40	315.00	441.00
05/11/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for May 11, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	1.20	315.00	378.00

PROMESA - Official Committee of Unsecured Creditors  
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05/12/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for May 12, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	2.90	315.00	913.50
05/13/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for April 28, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	0.60	315.00	189.00
05/14/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for April 28, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	1.40	315.00	441.00
05/17/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for May 15 through 17, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	1.90	315.00	598.50
05/18/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for May 18, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary (2.9)	0.90	315.00	283.50
05/19/21	JAD	Conference call with counsel for Creditors' Committee to discuss status of proceedings, pertinent litigation issues, pending motions, and budget (.7); review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for May 19, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary (1.8)	2.50	315.00	787.50
05/20/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for May 20, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	1.80	315.00	567.00
05/24/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for May 22 through May 24, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	1.80	315.00	567.00
05/28/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for May 25 and May 26, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	1.60	315.00	504.00

PROMESA - Official Committee of Unsecured Creditors  
12272-001  
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05/31/21	JAD	Review and analyze all court filings in Main Case, Title III cases, and adversary proceedings for May 27 through May 31, 2021 in order to prepare digest of matters relevant to special litigation counsel, prepare digest of filings, direct paraprofessionals to calendar appropriate deadlines, and circulate summary.	3.80	315.00	1,197.00
<b>Subtotal: B113 / Pleadings Review</b>			30.00	<b>\$9,450.00</b>	
<b>B150 / Meetings of Creditors</b>					
05/05/21	JA	Attend committee call regarding case strategy.	0.40	575.00	230.00
05/12/21	JA	Attend Committee hearing on case issues and strategy.	0.30	575.00	172.50
05/12/21	JAD	Conference call with counsel for Creditors' Committee to discuss status of proceedings, pertinent litigation issues, pending motions, and budget.	0.40	315.00	126.00
05/19/21	JA	Attend Committee call and strategy session.	0.70	575.00	402.50
05/26/21	JA	Attend Committee Strategy Conference.	0.30	575.00	172.50
<b>Subtotal: B150 / Meetings of Creditors</b>			2.10	<b>\$1,103.50</b>	
<b>B160 / Fee/Employment Applications</b>					
05/10/21	MGG	Conference with Carolyn Scavone re: service of March monthly fee statements.	0.20	575.00	115.00
05/10/21	JZ	Attention to GJB's monthly statement for services rendered for March, 2021; index the supporting invoices for future 6th Interim Fee App; create electronic sub-folder.	0.60	195.00	117.00
05/10/21	CBH	Receipt and review of March 2021 invoices; meeting with C. Esser regarding same.	0.30	195.00	58.50
05/10/21	CAS	Preparation of GJB Monthly Fee Statement for March 2021.	0.70	150.00	105.00
05/10/21	CAS	Serve GJB Monthly Fee Statement for March to Fee Examiner, Oversight Board and U.S. Trustee for the District of Puerto Rico.	0.40	150.00	60.00
05/10/21	CAS	Calendar deadline for objections to March fee statement.	0.20	150.00	30.00
05/11/21	JZ	Conference with C. Hopkins regarding deadline to file Fee Application and the preparation of same; commence drafting the skeleton of the Fee Application due in July.	1.50	195.00	292.50
05/11/21	CBH	Meeting with J. Zamora regarding filing of next fee application; review of calendar for dates.	0.40	195.00	78.00
05/20/21	CAS	Serve June 2021 Budget on Fee Examiner.	0.20	150.00	30.00

PROMESA - Official Committee of Unsecured Creditors  
12272-001  
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05/21/21	MGG	Confer with Carolyn Scavone re: service of monthly fee statements for February 2021.	0.20	575.00	115.00
05/26/21	MGG	Review email from John Arrastia re: examiners report and payment of holdbacks. Confer with Carolyn Scavone re: same.	0.30	575.00	172.50
05/26/21	CAS	Receipt and review e-mail from J. Arrasita. Confirm dates of service of Monthly Fee Letters. E-mail correspondence M. Guitian re: status of holdback payments.	0.30	150.00	45.00
05/27/21	CAS	Further e-mail correspondence M. Guitian re: amounts of holdbacks and time period to follow up with fee examiner.	0.20	150.00	30.00
05/28/21	MGG	Confer with Carolyn Scavone re: Holdback amounts.	0.20	575.00	115.00
05/28/21	CBH	Attention to e-mail correspondence from M. Guitian and K. Forest regarding holdbacks and amounts paid by examiner.	0.30	195.00	58.50
05/28/21	CAS	E-mail correspondence with K. Forrest and M. Guitian re: amounts of holdbacks to follow up with fee examiner.	0.30	150.00	45.00
05/28/21	CAS	Interoffice conference with C. Hopkins re: time period for holdbacks per last fee application.	0.20	150.00	30.00
<b>Subtotal: B160 / Fee/Employment Applications</b>			6.50	\$1,497.00	
<b>B161 / Budgeting</b>					
05/14/21	JA	Receive and review correspondence from Fee Examiner.	0.60	575.00	345.00
05/18/21	JA	Create June budget.	1.30	575.00	747.50
05/26/21	JA	Revise Fee Statements in conformity with Fee Examiner guidelines.	0.60	575.00	345.00
<b>Subtotal: B161 / Budgeting</b>			2.50	\$1,437.50	
<b>B191 / General Litigation</b>					
05/01/21	JA	Review Information Motion on Disclosure Statement [DE 16661].	0.10	575.00	57.50
05/03/21	JA	Review Order Amending Briefing Schedule [DE 16669].	0.10	575.00	57.50
05/04/21	JMS	Continued research in support of potential plan objections	2.20	500.00	1,100.00
05/04/21	JA	Order Setting Hearing [DE 16681]	0.10	575.00	57.50
05/05/21	JA	Review Order Denying Motion [DE 16702]	0.10	575.00	57.50

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12272-001  
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05/05/21	AMC	Detailed review and analysis of Order Scheduling a Hearing to Consider the Adequacy of Information Contained in the Disclosure Statement, and Order Denying the UCC's Bankruptcy Rule 3013 Motion.	0.40	375.00	150.00
05/05/21	AMC	Detailed Review and analysis of (i) Thirteenth Supplemental Verified Statement of the Ad Hoc Group of PREPA Bondholders Pursuant to Federal Rule of Bankruptcy Procedure 2019, including disclosures regarding each member's disclosable economic interests, and (ii) Twelfth Supplemental Verified Statement of the Ad Hoc Group of General Obligation Bondholders Pursuant to Bankruptcy Rule 2019.	0.60	375.00	225.00
05/06/21	JMS	Continued research in support of potential plan objections	3.30	500.00	1,650.00
05/06/21	TG	Retrieve new data provided by BNP Paribas and upload to review platform.	0.40	120.00	48.00
05/07/21	AMC	Assist with data uploading and maintenance concerning recent tranche of production.	0.60	375.00	225.00
05/12/21	JA	Initial review of Plan (1.7); initial review of Disclosure Statement (2.4); review Status Report [DE 2476] (.3)	4.40	575.00	2,530.00
05/13/21	JA	Attend to review of numerous Tolling Agreements (2.0); review Order Scheduling Briefing [DE 16751] (.2)	2.20	575.00	1,265.00
05/13/21	JA	Review Motion Approving Schedule [DE 16756]	1.70	575.00	977.50
05/13/21	JNS	Attention to email from Blair Rinne regarding Fourth Tolling Agreement Amendments be signed and returned to Blair Rinne for: [CONFIDENTIAL]	0.10	75.00	7.50
05/14/21	JMS	Review new plan of adjustment and identify issues related to Genovese-led areas of responsibility, consideration of potential plan objections.	2.30	500.00	1,150.00
05/14/21	JAD	Finalize review of second set of documents and information produced by the Mockoviaks in response to LQD's Request for Production.	4.20	315.00	1,323.00
05/17/21	JA	Review additional proposed Tolling Agreements and execute (.3); review Amended joint Motion for Approving Disclosure Statement, Filing, Voting Date, etc. [DE 16756] (1.8)	2.10	575.00	1,207.50
05/17/21	JNS	Receive Fourth Amended Tolling Agreements for tolling agreements with expiration date of May 28, 2021. Print for signature, save executed copy in electronic files, calendar new deadlines, update Deadlines tracking chart, Circulate executed copy to counsel.	1.60	75.00	120.00
05/18/21	JHG	Review various documents to analyze impact on GJB litigation; review DE 16756, amended joint motion regarding various disclosure statement dates.	0.30	765.00	229.50
05/18/21	JHG	Review DE 16757, motion of debtors regarding deadlines.	0.20	765.00	153.00

PROMESA - Official Committee of Unsecured Creditors  
12272-001  
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05/18/21	JHG	Review DE 16760, memorandum decision and order regarding Ambac Assurance.	0.40	765.00	306.00	
05/18/21	JHG	Review and preliminary analysis of amended joint motion.	1.20	765.00	918.00	
05/18/21	AMC	Detailed review and analysis of Oversight Board's recently-filed disclosure statement with specific reference to proposals to settle GO, PBA, HTA, and ERS litigations.	0.80	375.00	300.00	
05/21/21	JMS	Review open issues with tolling agreements (.6); and review potential disclosure statement objections relative to disposition of litigation claims (1.6)	2.20	500.00	1,100.00	
05/23/21	JA	Confer with SCC regarding Tolling Agreements.	0.10	575.00	57.50	
05/24/21	JHG	Review issues and analysis of First Circuits and review responses to order to show cause.	0.90	765.00	688.50	
05/24/21	JHG	Review (ECF 167761) Abac/Assured and analysis of stay of litigation and discrimination issues.	1.00	765.00	765.00	
05/24/21	JHG	Review and analysis of ECF 16787, omnibus reply.	0.90	765.00	688.50	
05/24/21	JHG	Review ECF 16786 regarding analysis of stay motion.	1.10	765.00	841.50	
05/28/21	JMS	Continued research in support of potential plan objections based on litigation handled by GJB in advance of committee workshop.	2.60	500.00	1,300.00	
05/28/21	AMC	Review of committee's motion to compel (DE 16811) inclusive of Oversight Board's responses to committee's requests for production concerning disclosure statement issues	0.60	375.00	225.00	
05/28/21	JNS	Update case file (save and rename) with fully executed Amended Tolling Agreements for: [CONFIDENTIAL]	0.70	75.00	52.50	
<b>Subtotal: B191 / General Litigation</b>				39.50		<b>\$19,833.50</b>
<b>Total</b>				<b>92.60</b>		<b>\$35,661.50</b>

**Timekeeper Summary**

<u>ID</u>	<u>Timekeeper Name</u>	<u>Title</u>	<u>BillHours</u>	<u>BillRate</u>	<u>BillAmount</u>
JHG	John H Genovese	Sr. Partner	6.00	765.00	4,590.00
JMS	Jesus M Suarez	Partner	12.60	500.00	6,300.00
MGG	Mariaelena Gayo-Guitian	Partner	0.90	575.00	517.50
JA	John Arrastia	Partner	15.10	575.00	8,682.50
JAD	Joyce A Delgado	Associate	34.60	315.00	10,899.00
AMC	Angelo M Castaldi	Associate	3.00	375.00	1,125.00
JNS	Jessey N Sardina	Paralegal	2.40	75.00	180.00
TG	Tricia Garcia-Montes	Paralegal	0.40	120.00	48.00
CAS	Carolyn A Scavone	Paralegal	2.50	150.00	375.00
CBH	Colleen B Hopkins	Paralegal	1.00	195.00	195.00
JZ	Johana Zamora	Paralegal	14.10	195.00	2,749.50
<b>Total</b>			<b>92.60</b>		<b>\$35,661.50</b>

**Costs and incurred and advanced**

<u>Date</u>	<u>Description</u>	<u>Amount</u>
05/31/2021	Data management and hosting (12272-001) Trustpoint.One 21-04590	7,332.33
<b>Total Costs incurred and advanced</b>		<b>\$7,332.33</b>
<b>Current Fees and Costs</b>		<b>\$42,993.83</b>

**Genovese Joblove & Battista, P.A.**

100 Southeast Second Street, 44th Floor  
Miami, Florida 33131  
Telephone (305) 349-2300 Facsimile (305) 349-2310  
Employer ID# 65-0518134

PROMESA - Official Committee of Unsecured Creditors

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June 25, 2021  
Please Refer to  
Invoice Number: 101586

Attn:

GJB Tax ID No. 65-0518134

Re: PROMESA: Official Committee of Unsecured Creditors / PREPA Adversary - Puerto Rico Electric Power Authority

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**SUMMARY / REMITTANCE COPY**

Client/Matter # 12272-002

PROMESA - Official Committee of Unsecured Creditors

PROMESA: Official Committee of Unsecured Creditors / PREPA Adversary - Puerto Rico Electric Power Authority

(Services rendered outside of Puerto Rico)

For fees for professional services  
for the period ending May 31, 2021

75,482.50

Costs incurred and advanced

**Current Fees and Costs Due**

75,482.50

We encourage our clients to page via ACH, however, in the event that you pay by check, please send payment to the remittance address below:

***TO PROTECT AGAINST FRAUD, the Firm will not change its wiring instructions via email. We strongly encourage clients to confirm any change in wiring instructions by contacting Ken Forrest @ 305-349-2312 or via email @ kforrest@gjb-law.com and requesting written and verbal confirmation.***

**Wiring and ACH Instructions:**

Bank Name: Biscayne Bank  
Bank Telephone: 305-447-5050  
Account Name: Genovese Joblove & Battista, P.A. - Operating  
Routing Number : 066015767  
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Re: PROMESA: Official Committee of Unsecured Creditors / PREPA Adversary - Puerto Rico Electric Power Authority

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FOR PROFESSIONAL SERVICES RENDERED  
for the period ending May 31, 2021

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
<b>B110 / Case Administration</b>					
05/11/21	JZ	Receipt and review of Status Report of the Government Parties Regarding the COVID-19 Pandemic and the 9019 Motion [ECF No. 2476]; circulate same; update electronic case profile.	0.30	195.00	58.50
05/12/21	JZ	Receipt and review of UCC's Response to the Status Report of the Government Parties Regarding the COVID-19 Pandemic and the 9019 Motion [ECF No. 2476]; circulate same; update electronic case profile.	0.30	195.00	58.50
05/13/21	JZ	Receipt and review of Order Scheduling Briefing Order regarding the Government Parties Status Report Regarding the COVID-19 Pandemic and the 9019 Motion [ECF No. 16751]; circulate same; calendar deadlines contained in order; update electronic case profile.	0.30	195.00	58.50
05/19/21	JZ	Receipt and review of PREPA's for Leave to File a Reply Brief of No More than 20 Pages in Support of its Motion to Dismiss Counts I and II of Plaintiffs Second Amended Complaint in ADV 20-115 [ECF No. 45]; receipt and review of Order granting same [ECF No. 46]; circulate same; update electronic case profile.	0.40	195.00	78.00
05/21/21	JZ	Receipt and review of Government Parties' Reply to Responses to Status Report of the Government Parties Regarding the Covid-19 Pandemic and the 9019 Motion [ECF No. 2492]; circulate same; update electronic case profile.	0.30	195.00	58.50
05/24/21	JZ	Internal communication regarding upcoming deadline to reply in support of motion to dismiss.	0.20	195.00	39.00
05/24/21	JZ	Receipt and review of Order on Status Report of the Government Parties Regarding the Covid-19 Pandemic and the 9019 Motion [ECF No. 16790]; circulate same; calendar deadline to file updated status report; update electronic case profile.	0.00	195.00	0.00

PROMESA - Official Committee of Unsecured Creditors  
12272-002  
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05/25/21	CBH	Attention to e-mail correspondence regarding finalization and filing of joinder regarding motion to dismiss.	0.20	195.00	39.00
		<b>Subtotal: B110 / Case Administration</b>	2.00		\$390.00
<b>B150 / Meetings of Creditors</b>					
05/19/21	AMC	Appear at and attend strategy conference with counsel for the Oversight Board.	0.50	375.00	187.50
05/23/21	JA	Confer with Committee regarding draft court filing.	0.20	575.00	115.00
		<b>Subtotal: B150 / Meetings of Creditors</b>	0.70		\$302.50
<b>B191 / General Litigation</b>					
05/03/21	JMS	Review issues concerning PREPA AP 20-00115 litigation and research in support of preservation of claims	1.80	500.00	900.00
05/03/21	JA	Review notes of Vitol MSJ oral argument as it relates to defendant in AP 388 and potential claims.	0.40	575.00	230.00
05/04/21	JA	In-depth analysis and review of Class Action Plaintiff's arguments and strategize concerning potential arguments in AP 20-115.	2.60	575.00	1,495.00
05/04/21	MAF	Initial review and analysis of pleadings related to class action motion practice (motion to dismiss and opposition) and review and analyze case law cited therein (1.7).	1.70	550.00	935.00
05/05/21	MAF	Continue and complete review of motion to dismiss and response and review and initial analysis of primary case law cited in both (3.5); conduct review of Committee joinder and review and analysis of primary case law cited therein (2.4).	5.90	550.00	3,245.00
05/05/21	AMC	Begin legal research of authorities cited by Class Plaintiffs concerning direct and pass through injuries.	0.80	375.00	300.00
05/06/21	JA	Strategize concerning arguments in Reply to Opposition (.8); confer and strategize with M. Friedman (.4); Additional legal research (1.2)	2.40	575.00	1,380.00
05/06/21	MAF	Call with J. Arrastia to discuss preliminary thoughts related to the PREPA AP 20-115 reply (0.4).	0.40	550.00	220.00
05/06/21	JMS	Review issues concerning PREPA AP 20-00115 litigation and research in support of preservation of claims.	2.80	500.00	1,400.00
05/07/21	AMC	Strategize internally concerning research needs for upcoming briefing on UCC's reply brief in further support of dismissal papers.	0.30	375.00	112.50
05/11/21	JA	Strategize with M. Friedman, J. Suarez, and A. Castaldi regarding argument strategy (.8); analysis regarding Declaratory Judgment Action and standing (1.1)	1.90	575.00	1,092.50

05/11/21	MAF	Review notes on pleadings and case law, conduct additional research, prepare for group call to discuss reply (2.8); attend conference with JA, A Castaldi, J Suarez re: arguments, issues, strategy for reply, next steps (1.0)	3.80	550.00	2,090.00
05/11/21	AMC	Prepare for internal strategy conference with GJB team regarding reply in further support of dismissal of Adv. Proc. No. 20-115.	0.60	375.00	225.00
05/12/21	JA	Review PREPA 9019 Status Report (.2); review draft response (.1)	0.30	575.00	172.50
05/12/21	JA	Strategy and analysis regarding Reply to Opposition to Motion to Dismiss in AP 115 (.8); strategize with Mike Friedman regarding arguments (.3)	1.10	575.00	632.50
05/12/21	MAF	Strategize with J. Arrastia.	0.30	550.00	165.00
05/12/21	AMC	Conduct legal research concerning authorities cited by class plaintiffs in opposition to 12(b) papers.	4.70	375.00	1,762.50
05/13/21	JA	Confer with counsel of Proskauer regarding Reply in AP 115.	0.10	575.00	57.50
05/13/21	MAF	Draft outline of counter arguments as framework for reply to opposition to motion to dismiss, including conduct of legal research relative to the same (3.9)	3.90	550.00	2,145.00
05/13/21	JMS	Attention to reply in AP 20-115 adversary case.	2.20	500.00	1,100.00
05/13/21	AMC	Conduct legal research and analysis concerning authorities cited by class plaintiffs in opposition to 12(b) papers.	4.70	375.00	1,762.50
05/14/21	AMC	Detailed review and analysis of response memorandum submitted by class plaintiffs and internal memoranda concerning arguments in reply, and begin preparation of detailed outline of reply arguments.	5.80	375.00	2,175.00
05/17/21	JHG	Review and analysis of arguments and cases in response to draft reply regarding motion to dismiss in Fuel Oil case.	3.30	765.00	2,524.50
05/17/21	JA	Review outline of additional arguments in AP 115 (.8); strategize (.4)	1.20	575.00	690.00
05/17/21	JMS	Attention to developing Reply to Response to MTD in 20-115 case.	2.60	500.00	1,300.00
05/17/21	AMC	Strategize internally concerning going-forward strategy as to upcoming reply briefing.	0.20	375.00	75.00
05/17/21	AMC	Detailed review and analysis of internal working memorandum concerning reply in further support of motion to dismiss briefing, and, consistent therewith, research concerning 550(d) collapsing issues and Article III standing issues vis-à-vis raising defenses of non-parties	4.20	375.00	1,575.00
05/18/21	JA	Revise and finalize memorandum of arguments in Reply to Opposition to Motion to Dismiss in AP 20-115.	0.20	575.00	115.00

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05/18/21	JMS	Work on reply to Response to MTD in 20-115 case	2.40	500.00	1,200.00
05/18/21	MAF	Call with J Arrastia re: outline for reply in support of motion to dismiss class Second Amended Complaint, strategy for upcoming call, discuss underlying substantive issues and strategies regarding the same (.4); consider notes from call, outline arguments and points of law for reply (1.7).	2.10	550.00	1,155.00
05/18/21	AMC	Prepare and finalize outline of key arguments in respect of R. 12(b)(2) and 12(b)(6) briefing in conjunction with Adv. Proc. 19-388 and Adv. Proc. 20-115, and conduct extensive legal research concerning the same.	2.20	375.00	825.00
05/18/21	AMC	Review and analyze specific claims of class plaintiffs' concerning the components of the so-called "compra de combustible," including e.g. the base and adjustable components thereof by, inter alia, reviewing prior record materials in Case No. 3:15-cv-01167.	0.80	375.00	300.00
05/18/21	AMC	Research concerning fraudulent transfer remedies under s. 550 and .548 of the Bankruptcy Code	0.80	375.00	300.00
05/19/21	JA	Strategize regarding Reply to Opposition to Motion to Dismiss (.7); confer with Proskauer on Replies (.5); revise arguments (.8); legal research and analysis (1.6); confer and strategize with A. Castaldi (.6); confer and strategize with M. Friedman (.8)	5.40	575.00	3,105.00
05/19/21	JMS	Work on reply to Response to MTD in 20-115 case	1.70	500.00	850.00
05/19/21	MAF	Review and analyze additional case law from Castaldi regarding AP 20-115 and email him response with thoughts and analysis (1.2); phone conference with J Arrastia regarding dec action arguments, procedural background, next steps for research (0.8); review committee opposition to class plaintiffs' motion to intervene as it relates to procedural background and consider additional arguments (0.8); review outline of arguments in preparation of FOMB call and conduct additional research (1.2); draft notes, further research, and prepare for call with FOMB counsel, and attend call (1.6).	5.60	550.00	3,080.00
05/19/21	AMC	Review, analyze, and conduct related research concerning authorities cited by class plaintiffs in their opposition papers, and, in conjunction therewith analyze creditor-standing decisions from Madoff and Johns Manville line of cases (6.2); confer and strategize with J. Arrastia (.6)	6.80	375.00	2,550.00
05/20/21	JA	Review and revise draft Reply including analysis of legal authority and case file (3.3); confer and strategize with A. Castaldi on legal arguments (.8)	4.10	575.00	2,357.50
05/20/21	AMC	Prepare, draft, and revise exhaustive, 15-page reply in further support of Committee's R. 12(b)(1) and R. 12(b)(2) briefing papers (11.3); confer and strategize with J. Arrastia (.8)	12.10	375.00	4,537.50

PROMESA - Official Committee of Unsecured Creditors  
12272-002  
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Date	Attorney	Description of Work	Time	Rate	Amount
05/21/21	JA	Continued review and revision of draft Reply regarding UCC Motion to Dismiss (1.2); confer and strategize with M. Friedman and A. Castaldi regarding revision to Reply (.4)	1.60	575.00	920.00
05/21/21	JMS	Provide comments to Reply in Support of UCC Motion to Dismiss.	1.60	500.00	800.00
05/21/21	MAF	Review J. Arrastia email explaining strategy and commentary regarding draft reply, and review draft with comments and redlines, as well as prior papers for context (1.8); emails with Castaldi and Arrastia regarding the foregoing (0.4); consider redlines, conduct legal research, redline proposed revisions (1.9); further advance revisions, review pleadings, and conduct legal research regarding same, email AC with comments and further instructions for advancing next draft (5.6)	9.70	550.00	5,335.00
05/21/21	AMC	Review revisions to reply briefing prepared by J. Arrastia, and attend to comments set out in revised draft.	1.80	375.00	675.00
05/22/21	MAF	Further emails with A Castaldi regarding status of draft reply and roles/responsibilities of MAF and AC to efficiently advance revisions for J Arrastia and client's timely review; review and analysis of his current draft and redlines, and apply revisions to second half of brief, with review of operative pleadings and legal research in furtherance of the same, and emails with AC regarding the foregoing.	7.70	550.00	4,235.00
05/22/21	AMC	Prepare extensive revisions to, and work to finalize, reply in further support of motion to dismiss	3.30	375.00	1,237.50
05/22/21	AMC	Review of case law from Third Circuit and elsewhere concerning the implications of filing a proof of claim and subjection to court's claim administration process	0.80	375.00	300.00
05/23/21	JA	Revise Reply to Opposition to Motion to Dismiss in AP 115 (2.1); confer with M. Friedman and A. Castaldi regarding revisions (.2) further revisions to Reply (1.3)	3.60	575.00	2,070.00
05/23/21	MAF	Further revisions to final portion of brief related to derivative claims issues, review of pleadings, legal research regarding same, and emails with Castaldi re: the foregoing (3.7); review and analyze further revised version from Castaldi, incorporating J Arrastia's comments and redlines, and review commentary from Arrastia in his draft and cover email, and apply further revisions based on the foregoing and circulate (3.4); emails with J Arrastia, review final comments, provide further input before client review (0.6)	7.70	550.00	4,235.00
05/23/21	AMC	Prepare extensive revisions to, and work to finalize, reply in further support of motion to dismiss, and attend to numerous e-mail communications to M. Friedman and John Arrastia concerning the same	4.30	375.00	1,612.50
05/24/21	JA	Confer with local counsel regarding comments to draft Reply (.2); review Co-Trustee's draft Reply (.6); finalize draft (.4)	1.20	575.00	690.00
05/24/21	JA	Review government parties' Reply to Response to Status Report [DE 2492] (.2); review Court Order on Status Reports [DE 16790] (.1)	0.30	575.00	172.50

PROMESA - Official Committee of Unsecured Creditors  
12272-002  
Invoice No. 101586

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05/24/21	MAF	Review draft FOMB opposition and analyze arguments, conduct legal research and consider potential revisions to Joinder based upon the same (1.2)	1.20	550.00	660.00
05/24/21	AMC	Review and analyze: May 11, 021 Status Report filed by Government Parties, responses of Fuel Line Lenders, Cortland Capital Market Services LLC, and Committee thereto; and the Government's corresponding reply.	0.90	375.00	337.50
05/24/21	AMC	Prepare additional revisions to reply briefing regarding class plaintiffs' opposition to dismissal briefing.	0.40	375.00	150.00
05/24/21	AMC	Review and analyze reply of FOMB to class plaintiffs' opposition briefing.	0.40	375.00	150.00
05/24/21	CBH	Call with A. Castaldi regarding formatting of joinder (.3); attention to preparation of table of contents (.4); attention to preparation of table of authorities (.4); edits to formatting (.2).	1.30	195.00	253.50
05/25/21	JA	Review and revise PREPA Final Reply.	0.60	575.00	345.00
05/25/21	AMC	Prepare finalized reply for-filing and attend to numerous internal e-mail communications with co-counsel concerning the same.	0.60	375.00	225.00
05/25/21	JZ	Receipt and review of PREPA's Reply in Support of Motion to Dismiss Counts I and II of Plaintiffs Second Amended Complaint [ECF No. 48]; receipt and review of UCC's Joinder to PREPA's reply in support [ECF No. 49]; circulate filings; update electronic case profile.	0.60	195.00	117.00
05/27/21	AMC	Review, analyze, and consider Order Granting Motion by the Oversight Board, through the Members of the SCC and UCC to Establish Procedures for the Approval of Settlements, and pending PREPA litigation matters and adversary defendants.	0.20	375.00	75.00
<b>Subtotal: B191 / General Litigation</b>			154.00	<b>\$74,732.50</b>	
<b>B260 / Meetings of and Communications with Board</b>					
05/03/21	JA	Confer with co-plaintiff counsel regarding case.	0.10	575.00	57.50
<b>Subtotal: B260 / Meetings of and Communications with Board</b>			0.10	<b>\$57.50</b>	
<b>Total</b>			<b>156.80</b>	<b>\$75,482.50</b>	

**Timekeeper Summary**

<u>ID</u>	<u>Timekeeper Name</u>	<u>Title</u>	<u>BillHours</u>	<u>BillRate</u>	<u>BillAmount</u>
JHG	John H Genovese	Sr. Partner	3.30	765.00	2,524.50
JMS	Jesus M Suarez	Partner	15.10	500.00	7,550.00
MAF	Michael A Friedman	Partner	50.00	550.00	27,500.00
JA	John Arrastia	Partner	27.30	575.00	15,697.50
JSR	Jeremy S Rosner	Associate	0.00	305.00	0.00
AMC	Angelo M Castaldi	Associate	57.20	375.00	21,450.00
CBH	Colleen B Hopkins	Paralegal	1.50	195.00	292.50
JZ	Johana Zamora	Paralegal	2.40	195.00	468.00
<b>Total</b>			<b>156.80</b>		<b>\$75,482.50</b>

**Current Fees and Costs**

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**\$75,482.50**

**Genovese Joblove & Battista, P.A.**

100 Southeast Second Street, 44th Floor  
Miami, Florida 33131  
Telephone (305) 349-2300 Facsimile (305) 349-2310  
Employer ID# 65-0518134

PROMESA - Official Committee of Unsecured Creditors

,

June 25, 2021  
Please Refer to  
Invoice Number: 101587

Attn:

GJB Tax ID No. 65-0518134

Re: PROMESA: Official Committee of Unsecured Creditors / ERS Litigation - Employees Retirement System of the  
~~Government Commonwealth of Puerto Rico~~

**SUMMARY / REMITTANCE COPY**

Client/Matter # 12272-003

PROMESA - Official Committee of Unsecured Creditors

PROMESA: Official Committee of Unsecured Creditors / ERS Litigation - Employees Retirement System of the Government  
Commonwealth of Puerto Rico

(Services rendered outside of Puerto Rico)

For fees for professional services  
for the period ending May 31, 2021

2,475.00

Costs incurred and advanced

**Current Fees and Costs Due**

2,475.00

We encourage our clients to page via ACH, however, in the event that you pay by check, please send payment to the  
remittance address below:

***TO PROTECT AGAINST FRAUD, the Firm will not change its wiring instructions via email. We strongly encourage clients to confirm any change in wiring instructions by contacting Ken Forrest @ 305-349-2312 or via email @ kforrest@gjb-law.com and requesting written and verbal confirmation.***

**Wiring and ACH Instructions:**

Bank Name: Biscayne Bank  
Bank Telephone: 305-447-5050  
Account Name: Genovese Joblove & Battista, P.A. - Operating  
Routing Number : 066015767  
Account Number : 21007711

**Remittance Address:**

Genovese Joblove & Battista, P.A.  
100 Southeast Second Street, 44th Floor  
Miami, Florida 33131

For payment, please reference the invoice, client and matter number(s) being paid.  
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**Genovese Joblove & Battista, P.A.**

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Employer ID# 65-0518134

PROMESA - Official Committee of Unsecured Creditors

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June 25, 2021  
Please Refer to  
Invoice Number: 101587

Attn:

GJB Tax ID No. 65-0518134

Re: PROMESA: Official Committee of Unsecured Creditors / ERS Litigation - Employees Retirement System of the  
~~Government Commonwealth of Puerto Rico~~

FOR PROFESSIONAL SERVICES RENDERED  
for the period ending May 31, 2021

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
<b>B110 / Case Administration</b>					
05/17/21	JZ	Revise Notice of Dismissal of Defendant 2M in ADV. 19-361; e-mail latest version to A. Castaldi for review.	0.40	195.00	78.00
<b>Subtotal: B110 / Case Administration</b>				0.40	\$78.00
<b>B150 / Meetings of Creditors</b>					
05/18/21	JA	Confer with Committee regarding dismissal of existing defendant.	0.10	575.00	57.50
<b>Subtotal: B150 / Meetings of Creditors</b>				0.10	\$57.50
<b>B191 / General Litigation</b>					
05/13/21	JA	Review Amended Joint Motion for Disclosure Statement, etc. [DE 16756]	0.30	575.00	172.50
05/13/21	JA	Review draft Notice of Dismissal in AP 361.	0.10	575.00	57.50
05/14/21	JA	Confer with CST and other counsel regarding dismissal of "clawback" claims.	0.20	575.00	115.00
05/18/21	JHG	Review DE 16761, Fuel Lenders response regarding filing plan (ERS).	0.30	765.00	229.50
05/19/21	JMS	Review issues with expiring tolling agreements.	0.40	500.00	200.00
05/21/21	JA	Review Tolling Agreements for signature.	0.10	575.00	57.50
05/26/21	JA	Review correspondence from co-plaintiff regarding dismissal in AP 361.	0.10	575.00	57.50
05/27/21	JMS	Review and finalize execution of tolling agreements (Commonwealth) (.8); continued work on determination of potential plan objections (2.1)	2.90	500.00	1,450.00

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<b>Subtotal: B191 / General Litigation</b>	4.40	\$2,339.50
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<b>Total</b>	<b>4.90</b>	<b>\$2,475.00</b>
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**Timekeeper Summary**

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JMS	Jesus M Suarez	Partner	3.30	500.00	1,650.00
JA	John Arrastia	Partner	0.90	575.00	517.50
JZ	Johana Zamora	Paralegal	0.40	195.00	78.00
	<b>Total</b>		<b>4.90</b>		<b>\$2,475.00</b>

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<b>Current Fees and Costs</b>	<b>\$2,475.00</b>
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**Genovese Joblove & Battista, P.A.**

100 Southeast Second Street, 44th Floor  
Miami, Florida 33131  
Telephone (305) 349-2300 Facsimile (305) 349-2310  
Employer ID# 65-0518134

PROMESA - Official Committee of Unsecured Creditors

,

June 25, 2021  
Please Refer to  
Invoice Number: 101588

Attn:

GJB Tax ID No. 65-0518134

Re: PROMESA: Official Committee of Unsecured Creditors / HTA Litigation - Puerto Rico Highways & Transportation Authority

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**SUMMARY / REMITTANCE COPY**

Client/Matter # 12272-004

PROMESA - Official Committee of Unsecured Creditors

PROMESA: Official Committee of Unsecured Creditors / HTA Litigation - Puerto Rico Highways & Transportation Authority

(Services rendered outside of Puerto Rico)

For fees for professional services  
for the period ending May 31, 2021

385.00

Costs incurred and advanced

**Current Fees and Costs Due**

385.00

We encourage our clients to page via ACH, however, in the event that you pay by check, please send payment to the remittance address below:

***TO PROTECT AGAINST FRAUD, the Firm will not change its wiring instructions via email. We strongly encourage clients to confirm any change in wiring instructions by contacting Ken Forrest @ 305-349-2312 or via email @ kforrest@gjb-law.com and requesting written and verbal confirmation.***

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Telephone (305) 349-2300 Facsimile (305) 349-2310  
Employer ID# 65-0518134

PROMESA - Official Committee of Unsecured Creditors

,

June 25, 2021  
Please Refer to  
Invoice Number: 101588

Attn:

GJB Tax ID No. 65-0518134

Re: PROMESA: Official Committee of Unsecured Creditors / HTA Litigation - Puerto Rico Highways & Transportation  
Authority

FOR PROFESSIONAL SERVICES RENDERED  
for the period ending May 31, 2021

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
<b>B110 / Case Administration</b>					
05/12/21	JZ	Receipt and review of Motion to Stay Certain Contested Matters and Adversary Proceedings Related to Bonds Issued by HTA [ECF No. 1016]; receipt and review of Order granting same [ECF No. 1017]; confirm the HTA adversary where we represent the UCC is not affected by the Order; circulate filings; update electronic case profile.	0.50	195.00	97.50
<b>Subtotal: B110 / Case Administration</b>					
			0.50		\$97.50
<b>B191 / General Litigation</b>					
05/07/21	JA	Review materials regarding HTA Plan of Adjustment (.2); review out-of-court strategy efforts (.2); review Order Denying Stay [DE 16702] (.1)	0.50	575.00	287.50
<b>Subtotal: B191 / General Litigation</b>					
			0.50		\$287.50
<b>Total</b>					
			1.00		<b>\$385.00</b>
<b>Timekeeper Summary</b>					
<u>ID</u>	<u>Timekeeper Name</u>	<u>Title</u>	<u>BillHours</u>	<u>BillRate</u>	<u>BillAmount</u>
JA	John Arrastia	Partner	0.50	575.00	287.50
JZ	Johana Zamora	Paralegal	0.50	195.00	97.50
<b>Total</b>					
			1.00		<b>\$385.00</b>
<b>Current Fees and Costs</b>					
					<b>\$385.00</b>

## **SCHEDULE 3**

### **PROPOSED ORDER**

UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF PUERTO RICO

In re:

**THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO,**

as representative of

**THE COMMONWEALTH OF PUERTO RICO, *et al.*,**

**Debtors.<sup>1</sup>**

**PROMESA  
Title III**

**No. 17 BK 3283-LTS**

**(Jointly Administered)**

/

**ORDER GRANTING SIXTH INTERIM FEE APPLICATION OF GENOVESE  
JOBLOVE & BATTISTA, P.A. AS SPECIAL LITIGATION COUNSEL TO  
OFFICIAL COMMITTEE OF UNSECURED CREDITORS, FOR SERVICES  
RENDERED AND REIMBURSEMENT OF EXPENSES  
FOR PERIOD FROM FEBRUARY 1, 2021 THOUGH MAY 31, 2021**

Upon consideration of the Sixth Interim Fee Application (the “Application”)<sup>2</sup> of Genovese Joblove & Battista, P.A. (“GJB”), as special litigation counsel to the Official Committee of Unsecured Creditors of all Title III Debtors (the “Committee”)<sup>3</sup>, for an order pursuant to sections 316 and 317 of PROMESA, section 503(b) of the Bankruptcy Code made applicable to these cases by section 301(a) of PROMESA, Bankruptcy Rule 2016, and Local Rule 2016-1, for allowance of

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<sup>1</sup> The Debtors in these Title III cases, along with each Debtor’s respective Title III case number listed as a bankruptcy case number due to software limitations and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17-BK-3283 (LTS)) (Last Four Digits of Federal Tax ID: 3481), (ii) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17-BK-3566 (LTS)) (Last Four Digits of Federal Tax ID: 9686), (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17-BK-3567 (LTS)) (Last Four Digits of Federal Tax ID: 3808), (iv) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17-BK-3284 (LTS)) (Last Four Digits of Federal Tax ID: 8474); (v) Puerto Rico Electric Power Authority (“PREPA”) (Bankruptcy Case No. 17-BK-4780) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority (“PBA”) (Bankruptcy Case No. 19-BK-5523 (LTS)) (Last Four Digits of Federal Tax ID: 3801). (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

<sup>2</sup> Capitalized terms not defined herein shall have the meanings ascribed to them in the Application.

<sup>3</sup> The Committee is the official committee of unsecured creditors for all Title III Debtors, other than PBA and COFINA.

compensation and reimbursement of expenses for the period from February 1, 2021 through May 31, 2021, the Court hereby FINDS AND DETERMINES that (i) the Court has jurisdiction to consider the Application and the relief requested therein pursuant to section 306(a) of PROMESA; (ii) venue is proper before this Court pursuant to section 307(a) of PROMESA; (iii) due and proper notice of the Application has been provided under the particular circumstances and no other or further notice need be provided; (iv) any objections to the Application having been resolved; (v) all persons with standing having been afforded the opportunity to be heard on the Application; and after due deliberation and sufficient cause appearing therefor, it is hereby **ORDERED THAT:**

1. The Application is granted on an interim basis.
2. GJB's claim for fees and expenses for services rendered during the Application Period and reimbursement for actual and necessary expenses incurred during the Application Period are hereby allowed in the amounts of \$327,033.50 and \$37,092.49 respectively.
3. To the extent the amounts described in paragraph 2 hereof have not already been paid pursuant to the Interim Compensation Order, (a) the Debtors are directed to pay GJB the outstanding fees in the amount of \$196,448.29 which represents 100% of the fees requested within fourteen days of the date of this Order, and any such payment shall be made net of any payments made by the Debtors pursuant to the Interim Compensation Order, withholding or other applicable taxes, and (b) the Debtors are directed to reimburse GJB for its outstanding expenses in the amount of \$14,431.17, which represents 100% of the expenses requested within fourteen days of the date of this Order.
4. This Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order.

5. GJB is authorized and empowered to take all necessary actions to implement the relief granted in this Order.

6. Notwithstanding the possible applicability of Bankruptcy Rules 6006(d), 7062, 9014, or otherwise, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

7. All time periods set forth in this Order shall be calculated in accordance with Bankruptcy Rule 9006(a).

Dated: \_\_\_\_\_, 2021.

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HON. LAURA TAYLOR SWAIN  
UNITED STATES DISTRICT JUDGE